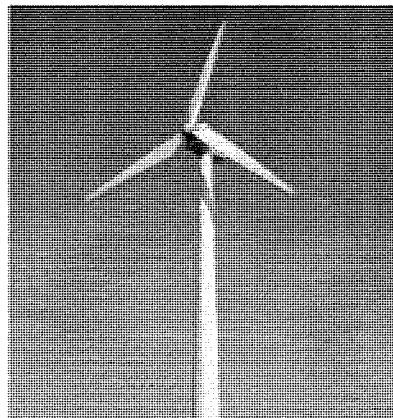
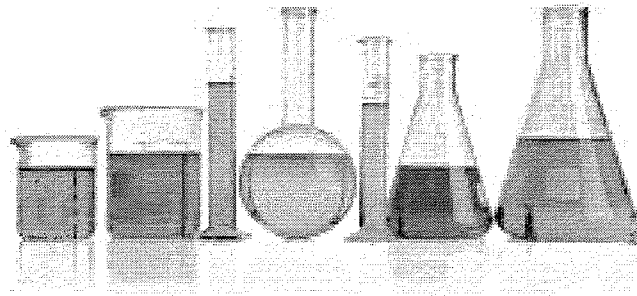




VERITAS (INDIA) LIMITED



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29<sup>th</sup> Annual Report  
2013 - 2014

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**BOARD OF DIRECTORS**

Mr. Nitin Kumar Didwania  
Ms. Alpa Parekh  
Mr. Saurabh Sanghvi  
Mr. Ratan Moondra  
Justice S. S. Parkar (Retd.)

**Chief Financial Officer**

Mr. Rajaram Shanbhag

**Company Secretary**

Mr. Mukesh Tank

**Registered Office**

701 Embassy Centre,  
Nariman Point,  
Mumbai- 400 021  
Tel no. 022-22824444  
Fax no. 022-22824440  
E-mail: corp@veritasindia.net  
Mukesh.t@ veritasindia.net

**Corporate Identity Number**

L23209MH1985PLC035702

**Auditors**

M/s. Shabbir S. Bagasrawala,  
Chartered Accountants

**Bankers**

Punjab National Bank  
Axis Bank Ltd

**Registrars & Share Transfer Agents**

M/s. Universal Capital Securities Pvt. Ltd.  
(Formerly known as "Mondkar Computers Pvt. Ltd.")  
21, Shakil Niwas,  
Opp. Satya Saibaba Temple,  
Mahakali Caves Road,  
Andheri (East),  
Mumbai – 400 093.

Tel No. 022-28207203  
Fax No. 022-28207207

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## DIRECTORS' REPORT

**To,  
The Members,  
Veritas (India) Limited**

Your Directors have pleasure in presenting the Twenty Ninth Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31<sup>st</sup> March, 2014.

### FINANCIAL RESULTS

The Financial Results for the year ended 31<sup>st</sup> March, 2014 are summarized below:

	(Rs. in Lacs)			
	Standalone		Consolidated	
	2013-2014	2012-2013	2013-2014	2012-2013
Turnover	40,272.74	33,965.61	1,20,210.64	91,415.62
Profit before Tax	870.41	835.85	3,264.47	2,084.90
Less: Provision for Taxation				
- Current Tax	(167.00)	(169.01)	168.74	169.01
- Deferred Tax	13.57	9.69	(13.27)	(9.69)
- Current Tax Expense related to prior Years.	5.16	-	5.16	-
Profit after Tax	711.83	676.53	3103.85	1,925.58
<b>Add:</b> Balance in Profit & Loss Account brought forward.	1473.22	810.76	6299.18	4387.68
Profit available for Appropriation	2187.02	1,487.29	9405.00	6313.25
<b>Less:</b>				
- Proposed Dividend	12.11	12.11	12.11	12.11
- Dividend Distribution Tax	1.96	1.96	1.96	1.96
Balance transferred to Balance Sheet	2172.95	1,473.22	9390.93	6299.18
Earnings per Share of Re. 1/- each	2.94	2.79	12.82	7.95

### OPERATIONS

Total production in the Indian chemical industry was 8,402 MT in FY13, a 0.7 per cent decline over FY12. (Source Department of Chemicals and Petrochemicals) Despite constrains and challenging environment, your Company has demonstrated the resilience in its business which can be demonstrated from the following figures and comparison:

- Standalone Turnover increased by 18.57 % to Rs. 40,272.74 Lacs as compared to previous year of Rs. 33,965.61 Lacs.
- Consolidated Turnover increased by 31.50 % to Rs. 1,20,210.64 Lacs as compared to previous year of Rs. 91,415.62 Lacs.
- Standalone Profit after Tax increased by 5.22% to Rs. 711.83 Lacs as compared to previous year of Rs. 676.53 Lacs.
- Consolidated Profit after Tax increased by 61.19% to Rs. 3,103.85 Lacs as compared to previous year of Rs. 1,925.58 Lacs.

## **DIVIDEND**

Your Directors have recommended a dividend of 5 (Five) paise per Equity Share of Re. 1/- each for the Financial Year ended 31<sup>st</sup> March, 2014. The Dividend is payable subject to the approval of the Members at the ensuing Annual General Meeting of the Company.

The dividend will be paid to members whose names appear in the Register of Members as on the book closure date; in respect of shares held in dematerialised form, it will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited, as beneficial owners as on that date.

The dividend payout for the year under review has been formulated in accordance with shareholders' aspirations and the Company's policy to pay sustainable dividend linked to long term growth objectives of the Company to be met by internal cash accruals.

## **WINDMILL PROJECT**

During the year, the revenue from generation of power through Wind Energy was Rs.77.91 lacs, as compared to previous year figure of Rs. 88.32 lacs. We expect the revenue to rise at in present and forthcoming Financial Year.

## **CORPORATE GOVERNANCE**

The Corporate Governance and Management Discussion and Analysis Reports form an integral part of this report and are set out as separate Annexures to this Report. The Certificate from Auditors of the Company, certifying compliance of the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement, is annexed to the Report on Corporate Governance.

## **DIRECTORS**

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mr. Saurabh Sanghvi and Mr. Ratan Moondra, Directors of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers themselves for re-appointment.

Pursuant to the provisions of Section 150(2) Mr. Ratan Moondra, Ms. Alpa Parekh, and Mr. Shafi Parkar are the directors of the Company whose period of office is liable to determination by retirement of directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, the aforesaid directors being eligible and offering themselves for appointment, are proposed to be appointment as independent directors under section 149 of the Companies Act, 2013, to hold office as per their tenure of appointment mentioned in the notice of the forth coming Annual General Meeting of the Company.

None of the Directors are related inter-se to each other.

## **AUDITORS**

The Auditors, M/s. Shabbir S. Bagasarawala, Chartered Accountants, Mumbai, (Membership No. 039865) retire at the conclusion of the ensuing Annual General Meeting and being eligible, have offered themselves for re-appointment. The Company has received the letter from M/s. Shabbir S. Bagasarawala stating that their re-appointment, if made, would be within the prescribed limit under section 141(3)(g) of the Companies Act, 2013 and they are not disqualified for re-appointment.

### **INTERNAL AUDITOR**

The Company has appointed M/s G. R. Modi & Co., Chartered Accountant, as Internal Auditor of the Company on the Meeting held on 30<sup>th</sup> May, 2014 as per Section 138 of the Companies Act, 2013.

### **SUBSIDIARIES**

During the year under review your Company has acquired 100% holding in M/s Kudrat Farming Private Limited as thus it became the wholly owned subsidiary of the Company. The acquired Subsidiary Company will add growth of the Company during the Current year.

Further M/s Kudrat Farming Private Limited acquired 100% shareholding of M/s Vidhata Farming Private Limited.

Also M/s Vidhata Farming Private Limited acquired 100% shareholding of M/s Veritas Agro Ventures Private Limited.

As on 31<sup>st</sup> March 2014, Your Company own following wholly owned overseas and domestic subsidiaries companies:

M/s. Veritas FZE, incorporated in UAE

M/s. Veritas Global PTE Limited, incorporated in Singapore

M/s. Veritas International FZE, incorporated in UAE

M/s Kudrat Farming Private Limited, incorporated in India

M/s Vidhata Farming Private Limited, incorporated in India

M/s Veritas Agro Ventures Private Limited, incorporated in India

The Ministry of Corporate Affairs, the Government of India has vide Circular No. 2/2011 dated 8<sup>th</sup> February, 2011 granted general exemption subject to fulfillment of certain conditions from attaching the Balance Sheet of the Subsidiaries to the Balance Sheet of the Company without making an application for exemption. Accordingly, the Balance Sheet, the Statement of Profit and Loss Account and other documents of the subsidiary companies are not being attached with the Balance Sheet of the Company.

Financial information of the Wholly Owned Subsidiaries of the Company is disclosed in the Annual Report and the Annual Accounts of the Subsidiaries of the Company and are open for inspection at the Registered Office of the Company upto the date of the Annual General Meeting.

### **SCHEME OF AMALGAMATION BETWEEN M/S VERITAS (INDIA) LIMITED AND M/S KUDRAT FARMING PRIVATE LIMITED**

Your Directors wish to inform you that in order to achieve synergies of operations and optimum utilization of resources, the Board of Directors at their meeting held on December 17, 2013 decided to amalgamate its Wholly Owned Subsidiary M/s Kudrat Farming Private Limited.

Pursuant to the Board decision an approval was sought from the Bombay Stock Exchange under clause 24(f). The required approval was received from the Exchange vide its letter dated April 10, 2014.

The said scheme is under process and member's approval and consent on the same will be obtained by the Company at the appropriate time.

Further the scheme of Amalgamation between M/s Veritas Agro Ventures Private Limited with Vidhata Farming Private Limited was also filed with Ho'able Bombay High Court and the order for the same is awaited.

### **CONSOLIDATED FINANCIAL STATEMENTS**

In compliance with the Accounting Standard (AS)-21 on Consolidated Financial Statements, this Annual Report also includes the audited Consolidated Financial Statements for the financial year 2013-2014.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956, your Directors confirm that they had:-

- i) followed the applicable accounting standards in the preparation of the annual accounts for the year ended 31<sup>st</sup> March 2014.
- ii) selected such accounting policies and applied them consistently, made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31<sup>st</sup> March 2014 and of the profit of the Company for the year ended 31<sup>st</sup> March 2014.
- iii) taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company, preventing, detecting fraud and other irregularities.
- iv) prepared the annual accounts for the Financial year ended 31<sup>st</sup> March, 2014 on a going concern basis.

### **DEPOSITS**

The Company has not invited nor accepted any Deposits from the public during the year under review and shall also not accept the same without obtaining necessary approvals as may be required under the relevant provisions of the Companies Act, 2013 and rules made thereunder.

### **PARTICULARS OF EMPLOYEES**

In accordance with the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended, the name and other particulars of certain employees are required to be set out in an Annexure to the Directors' Report. Having regard to the provisions of Section 219(1)(b)(iv) of the Companies Act, 1956, the Directors' Report excluding the aforesaid information is being sent to all the Shareholders of the Company and others entitled thereto. Shareholders who are interested in obtaining such particulars may write to the Company at its Registered Office.

### **CONSERVATION OF ENERGY**

As the Company is a trading company, hence the information regarding compliance of Rules relating to conservation of Energy and Technology Absorption pertaining to Section 217 (1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 are not applicable to the Company.

However your Directors have taken proper care to conserve the energy during the year under review.

**CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Pursuant to the guidelines prescribed under Section 135 of the Companies Act, 2013 your Board of Directors at their meeting held on February 14, 2014 has constituted a Committee called as CSR Committee.

The CSR Committee comprises of Mr. Nitin Kumar Didwania, Non-Executive Director, Mr. Saurabh Sanghvi, Executive Director and Ms. Alpa Parekh, Non-Executive & Independent Director.

The Committee so constituted has been entrusted with the responsibility for recommending to the Board about formulating and implementing a Corporate Social Responsibility Policy (CSR Policy).

**FOREIGN EXCHANGE EARNINGS AND OUTGO**

Particulars	Year Ended 31.03.2014	Year Ended 31.03.2013
<b>EARNINGS</b>		
Dividend	126.32	774.56
<b>TOTAL</b>	<b>126.32</b>	<b>774.56</b>
<b>OUTGO</b>		
CIF Value of Imports Traded Goods	NIL	164.10
<b>TOTAL</b>	<b>NIL</b>	<b>164.10</b>

The Company has taken various initiatives for development of export markets for sale of various products in the International market to increase its foreign exchange earnings.

**ACKNOWLEDGEMENT**

Your Directors wish to place on record their sincere appreciation for the support and co-operation received from the Government authorities, bankers, customers, employees, suppliers and Members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the dedicated efforts of the employees of the Company.

**For and on Behalf of the Board of Directors**

Sd/-

(Nitin Kumar Didwania)  
**CHAIRMAN & DIRECTOR**

**PLACE:** Mumbai  
**DATE:** 30<sup>th</sup> May 2014

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### 1. Industry Structure and Development

The Company is engaged in the business of imports, export, trading and distribution of chemicals and metals. The Company is also engaged in the generation of wind energy. International Monetary Fund has indicated that the world economy is expected to grow by 3.6% in 2014. Even though global economic activity has displayed the sign of improvement, but the domestic economy continues to be in a fragile state, due to high rate of inflation and unemployment.

#### Chemical Industry

Chemicals have become essential part of modern day life as it is widely used in a variety of products. In 1971 the global chemical output was estimated at a value of about \$171 billion and is estimated to have increased to about \$3.9 trillion in 2013.

The Chemical Industry has a vital role to play for the development of any Economy. Indian Chemical Industry is the 6<sup>th</sup> largest in the world and the 3<sup>rd</sup> largest in Asia. Product from the Chemical Industry have improved the quality of life world over and contributed significantly to everyone's day-to-day requirements. Industries are cautiously optimistic about future growth prospects.

The Indian Chemical Council (ICC Mumbai) and many analysts say that demand for Chemical products continues to rise in India in the year 2013-14. It is expected that your Company will increase its turnover substantially in the financial year 2013-2014.

Chemical Industry in India has graduated from manufacturing principal chemicals in a highly regulated market to being a mature industry in a liberalized economy. In India the chemical industry is among the fastest growing Industry. The bulk of chemicals produced in India comprise either upstream products or intermediates, which go into a variety of manufacturing applications including fertilizers, pharmaceuticals, textiles and plastics, agrochemicals, paints and dyes.

With Asia's growing contribution to the global chemical industry, India has emerged as one of the focus destinations for chemical companies worldwide.

It is expected that your Company will increase its turnover substantially in the financial year 2014-2015. Your Company also has a well developed and robust logistic and marketing network which affords the buyers in the multiple choices of chemical products at reasonably competitive rates.

#### Wind Energy

The growing consumption and steady increase in price of non renewable sources has forced the industries to look for alternative fuels that are available cheaply and can meet their growing demand for wind energy. New and renewable energy technologies are considered to be one of the viable options to meet the challenge of achieving sustainable development while conserving natural resources that have been depleted due to the rapid growth in population, urbanization and fossil fuel consumption.

The largest component of renewable generation capacity is wind power. Wind energy not only offers both a power source that completely avoids the emission of carbon dioxide, the main Green House Gas (GHG), but also produces none of the other pollutants associated with either fossil fuel or nuclear generation.



The Government's fiscal incentives for wind power generation will provide sufficient boost for wind power project.

## 2. Opportunities & Threats

### Opportunities:

India's chemical industry is expected to grow at 15 per cent per annum to reach US\$ 290 billion by 2017. India's growing per capita consumption and demand for agriculture-related chemicals offers huge scope of growth for the sector in future. Given the substantial growth of chemical industry and in particular the Petro- chemical industry the Management feels the Company is in good stead to further develop and enter into various global markets.

### Threats:

The Global inflation effect on costs especially the cost attributed to the logistic and supply chain management, cheaper substitutes by mass producing countries like China on account of low labour costs and forex fluctuations are likely threats having the effect of eroding the margins to some extent.

## 3. Outlook

The management is quite positive on its outlook in terms of revenue in the coming period as economies all over the world are slowly recovering and it is expected that the global markets will respond well to the products traded by the Company. With beginning of the re-emergence of healthy economic environment, barring unforeseen circumstances, your Company is optimistic and confident to receive large demands and given the current financial performance of the Company; the Board is confident in its outlook for future that the Company shall grow substantially over and above its demonstrated growth in terms of turnover and profits.

The Company's business of power generation through wind mills, being a non- conventional source of energy, set up in the State of Maharashtra and Tamil Nadu have generated a revenue of Rs. 77.91 lakhs for the period ended 31<sup>st</sup> March, 2014. The management is confident of steady growth over the coming period.

## 4. Risk and Concerns

- The margins could come under pressure due to increase in logistic costs and other expenses.
- Competition from mass exporting countries like China and Taiwan where manufacturing and labour costs are quite low.
- Adverse fluctuation in forex rates.

The Company evaluates and monitors all risks associated with various areas of operations such as sales, marketing, inventory management, debtor's management, insurance, supply chain management, legal and other issues having a material impact on the financial health of the Company on a regular basis with a view to mitigate the adverse impact of the risk factors.

## 5. Internal Control Systems

The Company has an internal control system in place which is commensurate with its size and nature of its business. The internal control system ensures that all the assets of the Company are safeguarded from loss, damage or unauthorized disposition. Checks and controls are in place to ensure that transactions are adequately authorised and recorded and reported correctly to the concerned personnel.

**6. Financial Performance with respect to Operational Performance:**

During the year consolidated Sales have grown by approximately 15.20% and consolidated Net Profit after Tax has increased by around 42.68% in comparison with the previous year.

Your Company has a low debt equity ratio and is well placed to take care of its borrowings availed by way of credit facilities and Term Loan.

**7. Human Resource Management**

The Company provides suitable environment for development of leadership skills which enables it to recruit and retain quality professionals in all fields. The employer- employee relationship is cordial and mutually supporting at all levels.

**8. Cautionary Statement**

Certain statements in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may be forward- looking statements within the meaning of applicable laws and regulations. Actual results could differ from those expressed or implied.

**For and on Behalf of the Board**

**Sd/-**

Nitin Kumar Didwania

**Chairman**

**PLACE:** Mumbai

**DATE:** 30/05/2014

## REPORT ON CORPORATE GOVERNANCE

### 1. COMPANY PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance envisages the attainment of the high level of transparency and accountability in the functioning of the Company and the conduct of its business internally and externally including its interaction with employees, Shareholders, customers, institutions and other lenders and places due emphasis on regulatory compliance.

### 2. BOARD OF DIRECTORS

#### i) Composition of the Board

The present strength of the Board is Five Directors and Four of them are Non- Executive Directors. The composition of the Board is in conformity with Clause 49 of Listing Agreement. The Board is headed by Mr. Nitin Kumar Didwania, Non- Executive Chairman.

#### (ii) Board Meeting and Attendance

The Board of Directors met five times during the year on 30-5-2013, 14-8-2013, 14-11-2013, 17-12-2013 and 14-2-2014.

Attendance of each Director at the Board Meetings and the last Annual General Meeting and number of other Directorships and Chairmanship / Memberships of Committees of each Director was as follows:

Name of Director	No. of Board Meetings attended	Attendance at Last AGM	Outside Company Directorships	Outside Committee position held as Member / Chairman	Executive / Non Executive/ Independent
Mr. Nitin Kumar Didwania	5	Absent	8 *	NIL	Non- Executive (Promoter Group)
Mr. Saurabh Sanghvi	5	Present	NIL	NIL	Executive Director
Ms. Alpa Parekh	5	Present	NIL	NIL	Non- Executive & Independent
Mr. Ratan Moondra	5	Present	NIL	NIL	Non- Executive & Independent
Mr. S. S. Parkar	5	Absent	1 *	NIL	Non- Executive & Independent

\* Directorships in Private Companies excluded.

As required by the Companies Act, 1956 and Clause 49 of the Listing Agreement, none of the Directors hold Directorships in more than 15 Public Companies or memberships of Board Committees (Audit / Shareholders Grievance Committees) and Chairmanship of more than 5 Board Committees.

### 3. BOARD COMMITTEE

#### Audit Committee

##### (i) Committee Composition

Audit Committee comprises of three Directors viz. Mr. Ratan Moondra, Mr. Saurabh Sanghvi and Ms. Alpa Parekh. The Audit Committee has been constituted pursuant to the applicability of Clause 49 of the Listing Agreement, as amended from time to time. All the members of the Audit Committee have accounting and financial management expertise. Mr. Ratan Moondra, Chartered Accountant, is the Chairman of the Audit Committee. All the members of the Committee are Non- Executive Directors except Mr. Saurabh Sanghvi and two thirds of them are Independent Directors.

##### (ii) Meeting and Attendance

The Audit Committee meetings were held on 30-5-2013, 14-8-2013, 14-11-2013, 17-12-2013 and 14-02-2014. The attendance at Audit Committee meetings is as under:

Name of Member	No. of Audit Committee Meetings attended
Mr. Ratan Moondra	5
Mr. Saurabh Sanghvi	3
Ms. Alpa Parekh	5

The Company Secretary acts as the Secretary to the Audit Committee.

##### (iii) Terms of Reference

The terms of reference of the Audit Committee are in accordance with Clause 49 of the Listing Agreement and Section 177 of the Companies Act, 2013. The functions of the Audit Committee include the following:

- a. Overseeing of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- b. Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of the Statutory auditor and fixation of the audit fee.
- c. Approval of payment to Statutory auditors for any other services rendered by the Statutory auditors.
- d. Reviewing with the Management and wherever required approving, the Annual financial statements before submission to the Board for approval, with particular reference to:
  - i) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of Clause (2AA) of section 217 of the Companies Act, 1956;
  - ii) Any changes in accounting policies and practices and the reasons for the same;
  - iii) Major accounting entries involving estimates based on the exercise of judgments by the management;
  - iv) Significant adjustments made in the financial statements arising out of audit findings;
  - v) Compliance with Accounting Standards;

- vi) Compliance with Stock Exchange and other Legal requirements concerning the financial statements;
- vii) disclosure of related party transactions and inter-corporate loans and investments.
- e. Also reviewing with the management, the quarterly and half yearly financial statements before submission to the Board for approval.
- f. Reviewing with the Management adequacy of the internal control systems.
- g. Reviewing with the Internal auditors any significant findings and follow-up thereon.
- h. Reviewing of area of operation of internal audit team and their performance.
- i. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- j. Reviewing with the Management performance of the Statutory Auditors and Internal Auditors.
- k. Reviewing the Management Discussion and Analysis of financial condition and results of operations.
- l. Carrying out any other function as mentioned in the terms of reference of the Audit Committee.

#### **Shareholders' / Investors' Grievance Committee**

##### **(i) Committee Composition**

Investors' Grievances Committee comprises of Mr. Nitin Kumar Didwania, a Non-Executive Director, as Chairman, Mr. Saurabh Sanghvi and Mr. Ratan Moondra, as the other members of the Committee.

##### **(ii) Meeting and Attendance**

There was no meeting required to be held during the year under review

##### **(iii) Terms of Reference**

The Shareholders' / Investors' Grievance Committee deals with various matters relating to:

- transfer / transmission of shares.
- issue of duplicate share certificates
- redressal of shareholders and Investors' grievances.
- Non- receipt of Annual Report
- all other matters related to shares.

(ii) Mr. Mukesh Tank, Company Secretary is designated as Compliance Officer of the Company.

(iii) The Company has not received any complaints during the year ended on 31<sup>st</sup> March, 2014.

## Nomination and Remuneration Committee

### (i) Committee Composition

The Company had constituted Nomination Committee and Remuneration Committee pursuant to Section 178 of the Companies Act, 2013. The committee comprises of Ms. Alpa Parekh, a Non-Executive & Independent Director, as Chairperson; Mr. Nitin Kumar Didwania, a Non-Executive Director and Mr. Ratan Moondra a Non-Executive & Independent Director as other members of the Committee.

### (ii) Meeting and Attendance

The meeting of the Committee was held on 14-02-2014. The meeting was attended by all the members.

The Company Secretary acts as the Secretary to the Committee.

### (iii) Terms of Reference

The term of reference of the Nomination Committee and Remuneration Committee is in accordance with section 178 of the Companies Act, 2013 and clause 49 of the listing agreement as amended from time to time. The functions of the Committee include the following:

- (i) To review best market practices and decide on remuneration packages applicable to the Executive Directors, key managerial personnel and senior management;
- (ii) To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the prescribed policy of the Company;
- (iii) To recommend the Board about the appointment, reappointment and removal of Executive Directors, key managerial personnel and senior management and carry out their performance evaluation;
- (iv) To formulate the policy for determining qualifications, positive attributes and independence required for independent directors for the Company.
- (v) To carry out any other function as may be assigned to the Committee.

## 4. General Body Meetings

The date, time and venue of the last Three Annual General Meetings of the Company is given below:

Financial Year ended	Date	Time	Venue	Details of Special business
31 <sup>st</sup> March, 2011	23-09-2011	3:00 p.m.	Sunflower II, Centre 1, 30 <sup>th</sup> Floor, World Trade Centre, Cuffe Parade, Mumbai 400 005.	NIL
31 <sup>st</sup> March, 2012	27-09-2012	3:30 p.m.	Half Centrum Centre 1, 1 <sup>st</sup> Floor, World Trade Centre, Cuffe Parade, Mumbai 400 005.	NIL
31 <sup>st</sup> March, 2013	27-09-2013	11:30 a.m.	Orchid, 1st floor, World Trade Centre, Cuffe Parade, Mumbai-400 005.	NIL

## 5. Disclosures

- i) There were no transactions of material significance entered into by the Company with its Promoters, Directors or their relatives, the Management during the year that had potential conflict with interest of the Company, at large.
- ii) There was no default in compliance on any matter related to capital markets. Consequently, during the last three years neither any penalties were imposed nor strictures passed on the Company by Stock Exchanges, Securities and Exchange Board of India (SEBI) or any statutory authority.
- iii) **Board Disclosures on Risk Management:** The Board is kept informed about the risk management being followed by the Company from time to time. All the risks such as fire, marine, etc. have been adequately insured.
- iv) Mr. Nitin Kumar Didwania, Non-Executive Director holds 92,50,000 equity shares of Re. 1/- each.

**6. Means of Communication:** Quarterly, Half yearly and Annual Financial Results of the Company are sent to the Stock Exchange immediately after they have been approved by the Board. These results are published in the newspapers viz. "The Free Press Journal" and "Navshakti"

## 7. Additional Shareholders Information

### Annual General Meeting

**Date:** 26<sup>th</sup> September, 2014

**Day:** Friday

**Time:** 11.30 am

**Venue:** Orchid, Centre 1, 1<sup>st</sup> Floor, World Trade Centre, Cuffe Parade, Mumbai- 400 005.

### Financial Calendar (Tentative)

Financial year: 1<sup>st</sup> April, 2014 to 31<sup>st</sup> March, 2015

Results for the Quarter ending June 30, 2014	Second week of August 2014
Results for the Quarter ending September 30, 2014	Second week of November 2014
Results for the Quarter ending December 301 2014	Second week of February 2014
Results for the Quarter ending March 31, 2015 or Audited Results for the year ended March 31, 2015	Second week of May 2015 for quarter or May 30, 2015 for year ended
Annual General Meeting	August / September 2015

### Book Closure

The dates of book closure are from 19<sup>th</sup> September, 2014 to 26<sup>th</sup> September, 2014 both days inclusive.

### Listing and ISIN

The Company's ISIN is INE379J01029 and the shares of the Company are listed and traded on Bombay Stock Exchange Limited (BSE) under the scrip code 512 229 and the name of the scrip is VERITAS.

The Annual Listing fees for the Financial Year 2014 -2015 have been paid to BSE. The Company has paid custodial fees for the year 2014-2015 to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited on the basis of number of folios of shareholders for their shares held in the electronic form.

**8. Stock Market Data:** Monthly High, Low price during each month and volume of Company's shares during the financial year 2014- 2015 on BSE

Month	Share Prices		Volume	
	High (Rs.)	Low (Rs.)	No. of shares	No. of Trades
Apr-13	26.50	26.50	3000	2
May-13	NIL	NIL	NIL	NIL
Jun-13	NIL	NIL	NIL	NIL
Jul-13	NIL	NIL	NIL	NIL
Aug-13	NIL	NIL	NIL	NIL
Sep-13	NIL	NIL	NIL	NIL
Oct-13	NIL	NIL	NIL	NIL
Nov-13	NIL	NIL	NIL	NIL
Dec-13	26.05	26.05	1	1
Jan-14	NIL	NIL	NIL	NIL
Feb-14	26.05	25.55	52	2
Mar-14	26.55	26.55	42	2

**10. a) Distribution of Shareholding as on 31<sup>st</sup> March, 2014**

Shareholding (in terms of nominal value)		Shareholders		Share Amount	
From	To	Number	% of Total	Rupees	% of Total
1	500	376	81.739	16,313	0.067
501	1000	10	2.174	8,825	0.036
1001	2000	13	2.826	22,234	0.092
2001	3000	10	2.174	27,664	0.114
3001	4000	6	1.304	21,772	0.090
4001	5000	13	2.826	63,968	0.264
5001	10000	7	1.522	70,000	0.289
10001	And above	24	5.435	23,979,224	99.048
<b>Total</b>		<b>459</b>	<b>100.000</b>	<b>24,210,000</b>	<b>100</b>

**b) Distribution of Shareholding according to category of shareholders as on 31<sup>st</sup> March, 2014**

Categories	No. of shares	Amount (in Rs.)	% to Total
Promoters	1,62,13,100	1,62,13,100	66.97
Directors (Independent)	NIL	N.A	N.A
Financial Institutions/ Banks	NIL	N.A	N.A
Mutual Funds / UTI	NIL	N.A	N.A
NRIs / OCBs / Foreign Corporate Bodies	40,00,225	40,00,225	16.52
Other Body Corporates	14,75,942	14,75,942	6.10
Indian Public	25,20,733	25,20,733	10.41
<b>Total</b>	<b>2,42,10,000</b>	<b>2,42,10,000</b>	<b>100</b>



**11. Dematerialization of Shares:**

As on 31<sup>st</sup> March, 2014, 1,74,29,330 Equity Shares representing 72 % of the total equity capital of the Company were held in dematerialized form.

**12. Address for Correspondence:**

Registered Office: 701 Embassy Centre,  
Nariman Point,  
Mumbai - 400 021.

Compliance Officer: Mr. Mukesh Tank is the Compliance Officer.

E-mail ID: corp@veritasindia.net or Mukesh.t@veritasindia.net

Shareholders may contact the Company's Registrar and Share Transfer Agents at the following address:

**Universal Capital Securities Private Limited**  
(Formerly known as "Mondkar Computers Private Limited")

**Corporate Off:** 21, Shakil Niwas,  
Opp. Satya Saibaba Temple,  
Mahakali Caves Road,  
Andheri (E),  
Mumbai- 400 093.  
Tel Nos. 022- 28207203 / 5      Tele fax. 022- 28207207  
Email: ravi@unisec.in

**13. Declaration by Board Members and Senior Management to the Compliance of Code of Conduct in pursuance of Clause 49 (D) (ii) of the Listing Agreement**

It is hereby declared that all the Board Members and Senior Management personnel of the Company have affirmed to the Board of Directors, their compliance with the Code of Conduct of the Company pursuant to Clause 49 (D) (ii) of the Listing Agreement. The Company has obtained a Certificate from Mr. Rajaram Shanbhag, Chief Financial Officer (CFO) of the Company stating therein that the Company has complied with all the requirements as stipulated in Clause 49V of the Listing Agreement executed with the Stock Exchange.

**For and on Behalf of the Board of Directors**

**PLACE:** Mumbai  
**DATE:** 13<sup>th</sup> August, 2014

**Sd/-**  
(Nitin Kumar Didwania)  
**CHAIRMAN**

**CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members of  
**Veritas (India) Limited**

We have examined the compliance of conditions of Corporate Governance by M/s **Veritas (India) Limited** (the Company) for the financial year ended 31<sup>st</sup> March, 2014 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **SHABBIR S. BAGASRAWALA**  
**CHARTERED ACCOUNTANTS**

Sd/-  
(Shabbir S. Bagasrawala)  
**PROPRIETOR**

**Membership No. 39865**

**Place:** Mumbai  
**Date:** 13<sup>th</sup> August, 2014

***Independent Auditor's Report***

**To the Members of  
VERITAS (INDIA) LIMITED**

We have audited the accompanying financial statements of **VERITAS (INDIA) LIMITED**, which comprise the **Balance Sheet** as at **March 31, 2014**, and the **Statement of Profit and Loss and Cash Flow Statement** for the year ended **March 31, 2014** annexed thereto, and a summary of significant accounting policies and other explanatory information.

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c) the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) in our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards notified under the Act read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013;
  - e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
  - f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

**FOR SHABBIR S. BAGASRAWALA  
CHARTERED ACCOUNTANTS**

Sd/-

**PROPRIETOR**

**Membership No – 039865**

**Place: Mumbai**

**Date: 30/05/2014.**

**ANNEXURE TO THE AUDITORS' REPORT**

**(Referred to in the paragraph 1 of our report of even date to the Members of VERITAS (INDIA) LIMITED on the accounts for the period ended March 31, 2014.)**

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1. In respect of its fixed assets:
  - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
  - b) The Fixed Assets have been physically verified by the management at reasonable intervals which in our opinion, is reasonable having regards to the size of the Company. The discrepancies noticed on such verification were not material and have been properly dealt with in the books of Accounts.
  - c) In our opinion and according to the information and explanations given to us, the Company has not made any disposal of fixed assets during the period and the going concern status of the Company is not affected.
2. In respect of its Inventories:
  - a) As explained to us, the inventories were physically verified during the period by the Management at reasonable intervals.
  - b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
  - c) In our opinion and according to the information and explanation given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
3. In respect of loans, secured or unsecured, granted or taken by the Company to / from Companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956, according to the information and explanations given to us:
  - a) The Company has, during the year, not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 301 of the Companies Act, 1956. Therefore, the provisions of sub clauses (a) to (d) of clause 4(iii) of the Order are not applicable to the Company.
  - b) The Company has, during the year, not taken any loans, secured or unsecured from companies, firms or other covered in the Register maintained under Section 301 of the Companies Act, 1956. Accordingly, paragraph 4(iii) (f) and (g) of the Order are not applicable to the Company.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business with regard to purchases of inventory, fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control systems:

5. In respect of particulars of contracts or arrangements and transactions entered in the register maintained in pursuance of Section 301 of the Companies Act, 1956:
- To the best of our knowledge and belief and according to the information and explanations given to us, particulars of contracts or arrangements that needed to be entered into the register have been so entered.
  - In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered into the register in pursuance of section 301 of the Act and exceeding the value of Rupees Five Lakhs in respect of any party during the period, have been made at prices which are reasonable having regard to the prices at which the transactions for similar goods/ services have been made with other parties.
6. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of section 58A and 58AA of the Act and the rules frame there under.
7. In our opinion the internal audit functions carried out during the period was commensurate with the size of the company and nature of its business.
8. The Central Government has not prescribed maintenance of Cost Records under Section 209 (1) (d) of the Companies Act, 1956 in respect of the activities carried out by the Company.
9. According to the information and explanations given to us, in respect of statutory and other dues:
- The Company has been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Profession Tax, Customs Duty and other material statutory dues applicable to it with the appropriate authorities.
  - There were no undisputed amounts payable in respect of aforesaid dues, in arrears as at March 31, 2014 for a period of more than six months from the date they became payable.
  - According to the information and explanations given to us and the records of the Company examined by us, there are no undisputed dues in respect of Provident Fund, Employees' State Insurance, Sales Tax, Profession Tax and Customs Duty which have not been deposited. The following are the particulars of Income tax dues not deposited by the Company on account of disputes:

Name of the Statute	Nature of the Dues	Amount* (₹ in crores)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	23.95	2009-10	Commissioner (Appeals)
Income Tax Act, 1961	Income Tax	3.61	2010-11	Commissioner (Appeals)

\*Amount as per demand orders including interest and penalty wherever indicated in the order.

10. The Company has no accumulated losses as at the end of the financial period. The Company has not incurred cash losses during the current financial period.

11. Based on our audit procedures and on the basis of information and explanations given by management, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions and banks.
12. According to information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities and hence, the question of maintenance of adequate records for this purpose does not arise.
13. In our opinion and according to information and explanations given to us, the company is not a chit fund / nidhi / mutual benefit fund or society. Therefore the provisions of clause (xiii) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
14. The company has given guarantee for loans taken by subsidiary from banks or financial institutions during the year. According to the information and explanations given to us, we are of the opinion that the terms and conditions thereof are not prima facie prejudicial to the interest of the Company.
15. The company has given guarantee for loans taken by subsidiary from banks or financial institutions during the year. According to the information and explanations given to us, we are of the opinion that the terms and conditions thereof are not prima facie prejudicial to the interest of the Company.
16. The Company has not taken any Term Loan during the period from banks or financial institutions during the period. Accordingly, the provisions of clause 4(xvi) of the order are not applicable to the Company.
17. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the company, we are of the opinion that there are no funds raised on short-term basis that have been used for long-term investment.
18. The Company has not made preferential allotment of shares to parties and companies covered in the register maintained u/s 301 of the Companies Act, 1956 during the year.
19. According to the information and explanation given to us and records examined by us, the company has not issued any debentures; therefore clause (xix) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
20. The company has not raised any monies by way of public issues during the period.
21. In our opinion and according to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the period.

**FOR SHABBIR S. BAGASRAWALA  
CHARTERED ACCOUNTANTS**

**Sd/-**

**PROPRIETOR**

**Membership No – 039865**

**Place: Mumbai  
Date: 30/05/2014.**

**BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2014**

(Figures in Lacs)			
Particulars	Note	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	3	242.10	242.10
(b) Reserves and Surplus	4	10,116.43	8,610.91
<b>(2) Non-Current Liabilities</b>			
(a) Long-Term Borrowings	5	213.22	311.26
(b) Deferred Tax Liability (Net)		212.86	226.43
<b>(3) Current Liabilities</b>			
(a) Short-Term Borrowings	6	1,788.83	1,935.38
(b) Trade Payables	7	1,001.98	127.21
(c) Other Current Liabilities	8	181.80	178.48
(d) Short-Term Provisions	9	56.27	14.07
<b>Total Equity &amp; Liabilities</b>		<b>13,813.49</b>	<b>11,645.83</b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Fixed Assets			
(i) Tangible Assets	10	714.63	769.83
(b) Non-Current Investments	11	1,212.81	1,140.57
(c) Long-term Loans & Advances	12	59.16	2,292.17
<b>(2) Current Assets</b>			
(a) Inventories	19	144.47	290.00
(b) Trade Receivables	13	10,221.83	5,799.54
(c) Cash and Bank Balances	14	1,138.80	1,070.09
(d) Short-term Loans and Advances	15	321.79	283.63
<b>Total Assets</b>		<b>13,813.49</b>	<b>11,645.83</b>
<b>NOTES TO ACCOUNTS</b>			
1 to 39			
<i>This is the Balance Sheet referred to in our Report of even date.</i>			
<b>For Shabbir S Bagasrawala</b>		<b>For and on behalf of the Board</b>	
Chartered Accountants			
Sd/-	Sd/-	Sd/-	Sd/-
Shabbir S. Bagasrawala	Nitin Kumar Didwania	Saurabh Sanghvi	Ratan Moondra
Proprietor	Director	Director	Director
Membership No. : 039865			
	Sd/-	Sd/-	Sd/-
Place : Mumbai	Rajaram Shanbhag	Mukesh Tank	Alpa Parekh
Date : 30/05/2014	Chief Financial Officer	Company Secretary	Director



STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31<sup>st</sup> MARCH, 2014

(Figures in Lacs)				
Sr. No	Particulars	Note	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
I	Revenue from Operations	16	40,272.74	33,965.61
II	Other Incomes	17	465.87	787.99
III	<b>III. Total Revenue (I +II)</b>		<b>40,738.61</b>	<b>34,753.60</b>
IV	<b>Expenses:</b>			
	Purchase of Stock-in-Trade	18	38,840.21	32,988.65
	Changes in Inventories of Stock-in-Trade	19	145.53	160.26
	Employee Benefit Expenses	20	295.66	228.58
	Finance Cost	21	211.84	216.43
	Depreciation and Amortisation Expenses	10	55.55	55.16
	Operation and Other Expenses	22	319.40	268.67
	<b>Total Expenses (III)</b>		<b>39,868.19</b>	<b>33,917.75</b>
V	Profit before Exceptional and Extraordinary Items and Tax	(III - IV)	<b>870.41</b>	<b>835.85</b>
VI	Exceptional Items		-	-
VII	Profit before Extraordinary Items and Tax (V - VI)		<b>870.41</b>	<b>835.85</b>
VIII	Extraordinary Items		-	-
IX	Profit before Tax (VII - VIII)		<b>870.41</b>	<b>835.85</b>
X	<b>Tax expense:</b>			
	(1) Current Tax		167.00	169.01
	(2) Current Tax Expense relating to prior years		5.16	-
	(3) Deferred Tax		(13.57)	(9.69)
XI	Profit(Loss) from the period from Continuing Operations	(IX-X)	<b>711.83</b>	<b>676.53</b>
XII	Profit/(Loss) from Discontinuing Operations		-	-
XIII	Tax Expense of Discounting Operations		-	-
XIV	Profit/(Loss) from Discontinuing Operations (XII - XIII)		-	-
XV	Profit/(Loss) for the period (XI + XIV)		<b>711.83</b>	<b>676.53</b>
XVI	Earning Per Equity share:			
	(1) Basic		2.94	2.79
	(2) Diluted		2.94	2.79

NOTES TO ACCOUNTS

1 to 39

This is the Profit & Loss referred to in our Report of even date.

For Shabbir S Bagasrawala  
Chartered Accountants

For and on behalf of the Board

Sd/-  
Shabbir S. Bagasrawala  
Proprietor  
Membership No. : 039865

Sd/-  
Nitin Kumar Didwania  
Director

Sd/-  
Saurabh Sanghvi  
Director

Sd/-  
Ratan Moondra  
Director

Place : Mumbai  
Date : 30/05/2014

Sd/-  
Rajaram Shanbhag  
Chief Financial Officer

Sd/-  
Mukesh Tank  
Company Secretary

Sd/-  
Alpa Parekh  
Director

## VERITAS (INDIA) LIMITED

### Cash Flow Statements for the year ended 31<sup>st</sup> MARCH 2014

(Figures in Lacs)

PARTICULARS	YEAR ENDED 31ST MARCH 2014		YEAR ENDED 31ST MARCH 2013	
<b>A. CASH FLOW FROM OPERATING ACTIVITIES :</b>				
Profit before tax from continuing operations		870.41		835.85
Profit before tax		<b>870.41</b>		<b>835.85</b>
<b>Add/ (Less): Non Cash &amp; Non Operating Item</b>				
Depreciation	55.55		55.16	
Interest & Finance Charges	211.84		216.43	
Profit on Sale of Shares	(200.77)		-	
Dividend Received	(126.84)	(60.22)	(776.51)	(504.92)
<b>Operating Profit Before Working Capital Changes</b>		<b>810.19</b>		<b>330.92</b>
<b>Adjusted for:</b>				
(Increase)/Decrease in Inventories	145.53		160.26	
(Increase)/Decrease in Trade & Other Receivables	(4,422.29)		(1,136.45)	
(Increase)/Decrease in Short Term Loans and Advances	(39.08)		2.16	
Increase/(Decrease) in Trade Payables	874.77		(650.38)	
Increase/(Decrease) in Other Current Liabilities	3.32	(3,437.75)	34.42	(1,589.99)
<b>Cash Generated from Operations</b>		<b>(2,627.56)</b>		<b>(1,259.07)</b>
Direct Taxes Paid		(124.79)		(169.93)
<b>Net Cash Used In Operating Activities (A)</b>		<b>(2,752.36)</b>		<b>(1,429.00)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES :</b>				
<b>B. Purchase of Tangible &amp; Intangible Assets</b>	(0.35)		(42.35)	
Purchase of Non-Current Investments	(76.02)		(149.12)	
Sale of Non-Current Investments	204.58		-	
Repayment of Long Term Advances	2,228.76		-	
Increase in Capital Reserve	805.79		-	
Dividend Received	126.84	3,289.60	776.51	585.04
<b>Net Cash Flows From Investing Activities (B)</b>		<b>3,289.60</b>		<b>585.04</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES :</b>				
Repayment of Short Term Borrowings	(146.55)		912.14	
Repayment of Long Term Borrowings	(98.04)		(72.11)	
Repayment of Unsecured Loan	-		(3.59)	
Interest Paid	(211.84)		(216.43)	
Dividend Paid	(12.11)	(468.53)	-	620.01
<b>Net Cash Flows From Financing Activities (C)</b>		<b>(468.53)</b>		<b>620.01</b>
<b>(A+B+C)</b>		<b>68.71</b>		<b>(223.94)</b>
Cash and Cash Equivalent at the beginning of the year		62.38		369.87
Other Bank Balances at the beginning of the year		1,007.71		924.16
<b>The End Of The Year</b>		<b>1,138.80</b>		<b>1,070.09</b>

<b>Cash and Bank Balances</b>				
<b>(A) Cash and Cash Equivalents</b>				
<u>With Banks:</u>				
- In Current Account	9.29		30.26	
In Cash on Hand	33.90	43.19	32.12	62.38
<b>(B) Other Bank Balances</b>				
In Deposit Account	1,093.61		1,005.71	
In Earmarked Accounts	2.00	1,095.61	2.00	1,007.71
<b>Total Cash and Bank Balances (Note 14)</b>		<b>1,138.80</b>		<b>1,070.09</b>

**NOTES TO ACCOUNTS "1 to 39"**

*This is the Cash Flow Statement referred to in our Report of even date.*

**As per our report of even date**

**For Shabbir S Bagasrawala**

**Chartered Accountants**

**For and on behalf of the Board**

**Sd/-**

**Shabbir S. Bagasrawala**

**Proprietor**

**Membership No. : 039865**

**Sd/-**

**Nitin Kumar Didwania**

**Director**

**Sd/-**

**Saurabh Sanghvi**

**Director**

**Sd/-**

**Ratan Moondra**

**Director**

**Sd/-**

**Rajaram Shanbhag**

**Chief Financial Officer**

**Sd/-**

**Mukesh Tank**

**Company Secretary**

**Sd/-**

**Alpa Parekh**

**Director**

**Place : Mumbai**

**Date : 30/05/2014**

**Notes forming part of the Financial Statements:**

**1. Corporate Information:**

The Company is in the business of International Trade & Distribution of Chemicals – Petrochemicals / Polymers / Paper & Paper Boards / Rubber / Heavy Distillates etc.,. The Company is also engaged in generation of wind energy.

**2. Statement of Significant Accounting Policies**

**(A) Basis of Preparation of Financial Statements:**

The financial statements have been prepared in accordance with Generally Accepted Accounting Principles ('GAAP') in India and presented under the historical cost conventions on accrual basis of accounting to comply with the accounting standards as notified by the Companies (Accounting Standards) Rules, 2006 (as amended) and with the relevant provisions of the Companies Act, 1956 ('The Act').

**(B) Use of Estimates:**

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles ('GAAP') in India requires management to make estimates and assumptions that affect the reported amounts of Assets and Liabilities and the disclosures of Contingent Liabilities on the date of financial statements and reported amounts of Income and Expenses during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Differences between the actual results and estimates are recognized in the year in which the results are known/ materialized.

**(C) Tangible Fixed Assets**

Tangible fixed assets are carried at the cost of acquisition or construction, less accumulated depreciation. The cost of fixed assets includes taxes (other than those subsequently recoverable from tax authorities), duties, freight and other directly attributable costs related to the acquisition or construction of the respective assets. Profit or loss on disposal of tangible assets is recognized in the Statement of Profit and Loss.

**(D) Depreciation and Amortization:**

Depreciation on all fixed assets is provided under Straight Line Method. The rates of depreciation prescribed in Schedule XIV to the Companies Act, 1956 are considered as the minimum rates. If the management's estimate of the useful life of a fixed asset at the time of acquisition of the asset or of the remaining useful life on the subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life / remaining useful life.

**(E) Impairment of Assets:**

At balance Sheet date, an assessment is done to determine whether there is any indication of impairment in the carrying amount of the Company's assets. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount.

An assessment is also done at each Balance Sheet date whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased. If any such indication exists the asset's recoverable amount is estimated. The carrying amount of the fixed asset is increased to the revised estimate of its recoverable amount but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in prior years. A reversal of impairment loss is recognized in the Statement of Profit and Loss for the year.

After recognition of impairment loss or reversal of impairment loss as applicable, the depreciation charge for the fixed asset is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on straight line basis over its remaining useful life.

**(F) Foreign currency transactions:**

**(i) Initial Recognition:**

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.

**(ii) Measurement of foreign currency items at the Balance Sheet date:**

Foreign currency monetary items, other than net investments including Long Term Advances in the nature of Investments in non-integral foreign operations, of the Company are restated at the Closing exchange rates. Non- monetary items are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences arising out of these transactions are recognized in the Statement of Profit and Loss.

**(G) Investments:**

Investments are classified into Current and Long-Term Investments. Investments that are readily realizable and intended to be held for not more than a year from the date of acquisition are classified as

Current Investments. All other Investments are classified as Non-Current Investments / Long Term Investments.

Current investments are stated at the lower of cost and fair value determined on an individual Investment basis.

Long-term investments are stated at cost. A provision for diminution in the value of Long-Term Investments is made only if such a decline is other than temporary in the opinion of the management.

On disposal of an Investment, the difference between its carrying amount and net disposal proceeds is recognized in the Statement of Profit and Loss.

**(H) Lease Accounting:**

**i) Operating lease:-**

Lease rentals on assets taken on operating lease are recognized as expense in the Statement of Profit and Loss on an accrual basis over the lease term.

**ii) Finance lease:-**

In respect of assets obtained on finance leases, assets are recognized at lower of the fair value at the date of acquisition and present value of the minimum lease payments. The corresponding liability to the lessor is included in the Balance sheet as a finance leases obligation. The excess of lease payments over the recorded lease obligation are treated as 'finance charges' which are allocated to each lease term so as to produce a constant rate of charge on the remaining balance of the obligations.

**(I) Revenue Recognition:**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

**i) Sale of Goods:**

Revenue from sale of goods is recognized on transfer of all significant risks and rewards of ownership to the buyer. The amounts recognized as sale is exclusive of sales tax / VAT and are net of returns. Exports sales are accounted on the basis of date of bill of lading.

**ii) Revenue from Energy Generation:**

Sale of power is recognised at the point of Transmission of electricity generated from windmill.

**iii) Interest:**

Interest income is recognized on time proportionate basis taking into account the amount outstanding and the rate applicable.

**iv) Dividend:**

Dividend income from investment is recognized when the right to receive the payment is established.

**(J) Inventories:**

Inventories (including in transit) of traded goods are valued at Lower of cost or Net realisable value. The valuation of inventories is done on First in First Out method. The valuations of wastage / packing materials are valued at Nil.

**(K) Employees Benefits:**

**(i) Short Term Employee Benefits:-**

All employee benefits payable wholly within twelve month of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expenses) after deducting any amount already paid.

**(ii) Post-employment benefits:-**

**(a) Defined contribution plans**

Defined contribution plans are Employee State Insurance Scheme and Government administered Pension Fund Scheme for all applicable employees. The Company's contribution to defined contribution plans are recognized in the Statement of Profit and Loss in the financial year to which they relate.

**(b) Defined benefit plans**

**(i) Provident Fund Scheme**

The Company makes specified monthly contributions towards Employee Provident Fund Scheme to a separate trust administered by EFPO. The Company has no further obligation under the Provident Fund Plan beyond its monthly contribution.

**(ii) Gratuity Scheme:**

The Company operates a defined benefit gratuity plan for employees. The Company contributes to a separate entity (a fund managed by LIC), towards meeting the Gratuity obligation. The Company determines the liability for gratuity funding as per actuarial valuation by the independent actuary of LIC.

The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each Balance Sheet date. Past service cost is recognized immediately to the extent that the benefits are already vested, else is amortized on a straight-line basis over the average period until the amended benefits become vested.

The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as adjusted for unrecognized actuarial gains and losses and unrecognized past service costs and as reduced by the fair value of plan assets, if applicable. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the unrecognized past service cost plus the present value of available refunds and reductions in future contributions to the plan.

The company presents the above liabilities as current and non-current in the balance sheet as per actuarial valuation by the independent actuary of LIC of India; however, the entire liability towards gratuity is considered as current as the company will contribute this amount to the gratuity fund within the next 12 months.

**(L) Borrowing Cost :**

Borrowing cost includes interest, amortization of ancillary cost incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized. All other borrowing costs are expensed in the period they occur.

**(M) Provision for Current and Deferred Tax:**

Tax expense for the year comprises of Current tax and deferred tax.

Current tax is measured at the amount expected to be paid to the tax authorities, after taking into consideration, the applicable deductions and exemptions admissible under the provisions of the Income Tax Act, 1961.

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.



In the event of unabsorbed depreciation and carry forward of losses, deferred tax assets are recognised only to the extent that there is virtual certainty that sufficient future taxable income will be available to realise such assets. In other situations, deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available to realise these assets.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance taxes paid and income tax provisions arising in the same tax jurisdiction and where the Company intends to settle the asset and liability on a net basis.

The Company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

**(N) Earnings Per Share:**

The basic and diluted Earnings Per Share ("EPS") is computed by dividing the net profit after tax for the year by weighted average number of equity shares outstanding during the year.

**(O) Proposed Dividend:**

Dividend recommended by the Board of Directors is provided for in the accounts, pending approval at the Annual General Meeting.

**(P) Preliminary Expenses:**

Preliminary Expenses are written off in accordance with AS-26 as prescribed by Institute of Chartered Accountants of India.

**(Q) Provisions, Contingent Liabilities and Contingent assets:**

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the notes to accounts when there is a present obligation or present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation cannot be made. Contingent assets are not recognised.

**(R) Cash Flow Statement:**

The Cash Flow Statement is prepared by the "Indirect Method" set out in Accounting Standard 3 on "Cash Flow Statement" and presents the cash flows by Operating, Investing and Financing activities of the Company.

**(S) Cash and Cash Equivalents:**

Cash and cash equivalents include cash & cheque in hand, bank balances, demand deposits with banks and other short-term highly liquid investments where the original maturity is three months or less.

Notes Forming Integral Part of the Balance Sheet as at 31<sup>st</sup> March, 2014

(Figures in Lacs)

**Note : 3 Share Capital**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Authorised Share Capital</b> 10,00,00,000 Equity Shares Of ₹ 1/- Each (P.Y. 10,00,00,000 Equity Shares Of ₹ 1/- Each)	1,000.00	1,000.00
		1,000.00	1,000.00
2	<b>Issued, Subscribed &amp; Paid Up Capital</b> 2,42,10,000 Equity Shares Of ₹ 1/- Each (P.Y. 2,42,10,000 Equity Shares Of ₹ 1/- Each)	242.10	242.10
	<b>Total in ₹</b>	<b>242.10</b>	<b>242.10</b>

**3.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

Sr.No.	Particulars	Opening Balance	Fresh issue	Closing Balance
(A)	<b>Equity shares with voting rights</b>			
	Year ended 31 March, 2014			
	- Number of shares	242.10	-	242.10
	- Amount (₹)	242.10	-	242.10
	Year ended 31 March, 2013			
	- Number of shares	242.10	-	242.10
	- Amount (₹)	242.10	-	242.10

**3.2 Details of shares held by each shareholder holding more than 5% shares:**

Sr.No.	Class of shares / Name of shareholder	As at 31 March, 2014		As at 31 March, 2013	
		Number of shares	% holding	Number of shares	% holding
	<b>Equity shares of ₹ 1/- each fully paid-up with voting rights</b>				
1	Mr. Nitin Kumar Didwania	92.50	38.21	92.50	38.21
2	Mrs. Niti Didwania	67.13	27.73	67.13	27.73
3	Kamalasini Tradelink Pvt Ltd.	14.71	6.08	14.71	6.08
4	Onix Assets Ltd.	30.00	12.39	30.00	12.39

Notes Forming Integral Part of the Balance Sheet as at 31<sup>st</sup> March, 2014

(Figures in Lacs)

**Note : 4 Reserve & Surplus**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Securities Premium Account</b>		
	Opening balance	7,137.69	7,137.69
Less :	Utilised during the year	-	-
	Closing balance	<b>7,137.69</b>	<b>7,137.69</b>
2	<b>Capital Reserve</b>		
	Opening balance	-	-
Add :	Transferred during the year	805.79	-
	Closing balance	<b>805.79</b>	-
3	<b>Surplus in Statement of Profit and Loss</b>		
	Opening balance	1,473.22	810.76
Add :	Profit for the year	711.83	676.53
	Credit for Tax on Dividend	1.96	-
Less :	<u>Dividend:</u>		
	Proposed Final Dividend on Equity Shares ₹ 0.05 per share (P.Y. ₹ 0.05)	12.11	12.11
	Tax on Dividend	1.96	1.96
	Closing balance	<b>2,172.95</b>	<b>1,473.22</b>
	<b>Total in ₹</b>	<b>10,116.43</b>	<b>8,610.91</b>

**Note : 5 Long Term Borrowings**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Term Loans</b>		
	Secured loans		
	- From Banks	213.22	311.26
	{Refer Note 5 (i)(ii)(iii)&(iv) below}		
	<b>Total in ₹</b>	<b>213.22</b>	<b>311.26</b>

5.1	<b>Primary Security</b>	
	Equitable mortgage of property being the land at Survey no.21, Rameshwar Wadi Village, Khatav Taluk, Satara district in the state of Maharashtra and hypothecation of 2 nos. 600 kw Wind Electric Generator consisting each of tower, 1 set of blades, nacelle, control panel, transformer and internal cables.	
5.2	<b>Collateral</b>	
	Personal guarantee of the Promoter Director Mr. Nitin Kumar Didwania.	
5.3	The above term loan exclude ₹ 100.79 Lacs (P.Y. ₹ 100.79 Lacs) falling due for payment within one year, which is shown as Other Current Liabilities. Term Loan for Windmill is repayable in 28 Quarterly Installments starting from June 2010. The rate of interest for outstanding loan is base rate plus 2%.	
5.4	Secured Loan includes ₹ 14.01 Lacs (P.Y. ₹ 19.96 Lacs) loan against hypothecation of Car. The Amount is payable in 60 monthly instalments from the date of purchase. The rate of interest for the outstanding vehicle loan is 11%.	

Notes Forming Integral Part of the Balance Sheet as at 31<sup>st</sup> March, 2014

(Figures in Lacs)

**Note : 6 Short Term Borrowings**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	Loans Repayable on Demand - From Banks ( Secured ) {Refer Note -6 (1) (i)&(ii)}	1,788.83	1,935.38
	<b>Total in ₹</b>	<b>1,788.83</b>	<b>1,935.38</b>

**Note 6 (1) Short Term Borrowings (contd.)**

(i)	<b>Primary Security</b> Exclusive charge on the Current Assets of the Company.
(ii)	<b>Collateral</b> Personal Guarantee of the Promoter Director Mr. Nitin Kumar Didwania.

**Note : 7 Trade Payables**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	Trade payables: - Sundry Creditors	1,001.98	127.21
	<b>Total in ₹</b>	<b>1,001.98</b>	<b>127.21</b>

**Note : 8 Other Current Liabilities**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	Current maturities of Long Term Borrowings {refer note no. 5 (iii)}	100.79	100.79
2	Interest accrued but not due	3.87	4.99
3	Statutory Remittances	12.67	12.64
4	Other payables	64.47	60.06
	<b>Total in ₹</b>	<b>181.80</b>	<b>178.48</b>

**Note : 9 Short Term Provisions**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Provision - Others:</b> - Provision for Proposed Equity Dividend - Provision for Tax on Proposed Dividend - Provision for Tax (Net of Advance Tax)	12.11 1.96 42.20	12.11 1.96 -
	<b>Total in ₹</b>	<b>56.27</b>	<b>14.07</b>

**VERITAS (INDIA) LIMITED**

Notes Forming Integral Part of the Balance Sheet as at 31<sup>st</sup> March, 2014

**Note : 10 Fixed Assets** (Figures in Lacs)

Sr. no.	Nature of Assets	Gross Block			Provision for Depreciation			Net Block			
		Opening balance	Additions	Deductions	Closing Balance	Opening balance	Additions	Deductions	Closing Balance	As at 31.03.2014	As at 31.03.2013
1	Freehold Land	18.00	-	-	18.00	-	-	-	-	18.00	18.00
2	Plant & Machinery	842.50	-	-	842.50	163.38	44.49	207.87	634.63	679.12	679.12
3	Computer Systems	30.62	-	-	30.62	12.11	4.96	17.07	13.55	18.51	18.51
4	Software Licence	1.88	-	-	1.88	0.51	0.30	0.81	1.07	1.37	1.37
5	Furniture & Fixture	3.36	-	-	3.36	0.68	0.21	0.89	2.47	2.68	2.68
6	Motor Car	56.79	-	-	56.79	10.13	5.40	15.53	41.26	46.66	46.66
7	Office Equipments	3.89	0.35	-	4.24	0.40	0.19	0.59	3.65	3.49	3.49
<b>Total in ₹</b>		<b>957.04</b>	<b>0.35</b>	<b>0.00</b>	<b>957.39</b>	<b>187.21</b>	<b>55.55</b>	<b>242.76</b>	<b>714.63</b>	<b>769.83</b>	<b>769.83</b>
<b>Previous Year</b>		<b>914.69</b>	<b>42.35</b>	<b>0.00</b>	<b>957.04</b>	<b>132.05</b>	<b>55.16</b>	<b>187.21</b>	<b>769.83</b>	<b>782.64</b>	<b>782.64</b>

Notes Forming Integral Part of the Balance Sheet as at 31<sup>st</sup> March, 2014

(Figures in Lacs)

**Note : 11 Non Current Investment**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
	<b>Investments (At Cost)</b>		
1	<b>Non-Trade - Unquoted ( Equity instruments )</b>		
(i)	Of Wholly Owned Subsidiary		
	- 100 (P.Y. 100) Equity Shares of 1 SGD each in Veritas Global Pte Ltd. Singapore	0.03	0.03
	- 50 (P.Y. 50) Equity Shares of 150000 AED each in Veritas FZE Dubai	952.68	952.68
	- 1 (P.Y. 1) Equity Shares of 1000000 AED each in Veritas International FZE Dubai	149.12	149.12
	- 10,000 (P.Y. NIL) Equity Shares of ₹ 10/- each in Kudrat Farming Private Limited	1.00	-
(ii)	Others		
	- 40,000 (P.Y. NIL) Equity Shares of ₹ 10/- each in Vitan Agro Industries Limited	6.00	-
2	<b>Non-Trade - Quoted</b>		
	DB (International ) Stock Brokers Ltd.	29.00	29.00
	- 5,00,000 (P.Y. 1,00,000) Equity Shares of ₹ 2/- (P.Y. ₹ 10/-) each fully paid up {(Market value ₹ 4,29,50,000/- (P.Y. ₹ 4,85,00,000))}		
	Rander Corporation Ltd.	5.95	9.74
	- 4,57,387 (P.Y.7,50,000) Equity Shares of ₹ 10/- each fully paid up {(Market value ₹ 3,18,79,874/- (P.Y. ₹ 46,87,500))}		
	CCL International Ltd	69.03	-
	- 75,000 (P.Y. NIL) Equity Shares of ₹ 10/- each fully paid up {(Market value ₹ 1,33,46,250/- (P.Y. ₹ NIL))}		
	<b>Total in ₹</b>	<b>1,212.81</b>	<b>1,140.57</b>

**Note : 12 Long-term Loans and Advances**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Loans and Advances</b>		
	- To Subsidiaries {refer note no. 12 (1)}	-	2,229.26
	- Others	4.00	3.50
2	Advance Tax Net of Provisions	55.16	59.41
	<b>Total in ₹</b>	<b>59.16</b>	<b>2,292.17</b>

**Note 12(1) Long-term Loans and Advances (contd.)**

(i) Includes Advance given against equity subscription ₹ Nil (P.Y. ₹ 2,229.26 Lacs)

"A business that consistently enriches lives is a **wealthy** business"

Notes Forming Integral Part of the Balance Sheet as at 31<sup>st</sup> March, 2014

(Figures in Lacs)

**Note : 13 Trade Receivables**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Others</b> - Unsecured, Considered Good	10,221.83	5,799.54
<b>Total in ₹</b>		<b>10,221.83</b>	<b>5,799.54</b>

**Note : 14 Cash and Bank Balances**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Cash &amp; Cash Equivalents</b>		
	(i) Balances with Banks		
	- In current accounts	9.29	30.26
	(ii) Cash on Hand	33.90	32.12
		43.19	62.38
2	<b>Other bank balances</b>		
	(i) Earmarked balances with banks	2.00	2.00
	(ii) Short - term bank deposits	1,093.61	1,005.71
		<b>1,095.61</b>	<b>1,007.71</b>
<b>Total in ₹</b>		<b>1,138.80</b>	<b>1,070.09</b>

**Note :15 Short Terms Loans and Advances**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	Security deposits	18.90	16.45
2	Loans and Advances to Employees	0.69	17.26
3	Advance to Others	286.04	176.63
4	To Wholly Owned Subsidiaries	6.00	25.61
5	Prepaid Expenses	1.39	1.30
6	Balances with Government Authorities	8.77	45.46
7	Advance Tax Net of Provisions	-	0.92
<b>Total in ₹</b>		<b>321.79</b>	<b>283.63</b>

Notes Forming Part of the Statement of Profit & Loss

(Figures in Lacs)

**Note : 16 Revenue from Operations**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	Sale of products (Refer Note (i) below)	40,272.74	33,965.61
	<b>Total in ₹</b>	<b>40,272.74</b>	<b>33,965.61</b>

Note	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
(i)	Sale of products comprises:		
	Generation of Electricity	77.91	88.32
	<b>Total - Sale of Generated Goods</b>	77.91	88.32
	Traded goods	40,146.51	33,877.29
	Sale of Farm Produce	48.32	-
	<b>Total - Sale of Traded Goods</b>	40,194.84	33,877.29
	<b>Total - Sale of Products</b>	<b>40,272.74</b>	<b>33,965.61</b>

**Note : 17 Other Income**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	<b>Dividend income:</b>		
	from long-term investments		
	- others	0.53	1.95
	- Subsidiary	126.32	774.56
2	Other Non-Operating income (Refer Note (i) below)	138.25	9.11
3	Commission Received (TDS C.Y. ₹ NIL P.Y. ₹ 23,676/-)	-	2.37
4	Profit on Sale of Shares	200.77	-
	<b>Total in ₹</b>	<b>465.87</b>	<b>787.99</b>



Notes Forming Part of the Statement of Profit & Loss

(Figures in Lacs)

**Note : 18 Purchase of Traded Goods**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	Traded Goods	38,840.21	32,988.65
	<b>Total in ₹</b>	<b>38,840.21</b>	<b>32,988.65</b>

**Note : 19 Changes in Inventories of Stock-in-Trade**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	Inventories at the end of the year: Stock - in -Trade	144.47	290.00
2	Inventories at the beginning of the year: Stock - in -Trade	290.00	450.26
	Net (increase) / decrease	145.53	160.26
	<b>Total in ₹</b>	<b>145.53</b>	<b>160.26</b>

**Note : 20 Employee Benefit Expenses**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	Salaries and wages	255.78	187.28
2	Contributions to Provident Fund	14.43	12.32
3	Contributions to Gratuity Fund	5.53	2.24
4	Staff Welfare Expenses	1.52	8.34
5	Remuneration to Director	18.00	18.00
6	Directors Sitting Fees	0.40	0.40
	<b>Total in ₹</b>	<b>295.66</b>	<b>228.58</b>

**Note : 21 Finance Cost**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	<b>On Fixed Period Loan</b>		
	- Interest on Term Loan	50.59	64.27
	- Interest on Car Loan	2.76	2.66
2	<b>On Working Capital Loan</b>		
	- Bank Interest	140.04	118.24
	- Bank Charges, Commission & Others	18.45	31.26
	<b>Total in ₹</b>	<b>211.84</b>	<b>216.43</b>

Notes Forming Part of the Statement of Profit & Loss

(Figures in Lacs)

**Note : 22 Operation and Other Expenses**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	Freight, Forwarding and Loading & Unloading Charges	164.58	108.97
2	Packing Charges	0.27	3.21
3	Warehousing/ Wharfage Charges	8.95	10.74
4	Rent Paid	22.03	34.23
5	Repairs & Maintainance	-	-
	- Others	0.76	10.18
6	Insurance	2.81	1.55
7	Rates and Taxes	14.52	19.72
8	Brokerage & Commission Charges	0.87	1.61
9	Communication expenses	13.82	12.23
10	Travelling and Conveyance expenses	23.62	23.47
11	Printing and Stationery expenses	0.34	2.54
12	Advertising/Business Promotion expenses	4.92	7.11
13	Legal and Professional Fees	27.47	14.75
14	Payments to Auditors (Refer Note 22(i) below)	4.49	3.37
15	Foreign Currency Transaction & Transalation	2.30	-
16	Loss on F & O	5.07	-
17	Electricity Charges	4.97	7.24
18	Farming expenses	14.01	-
19	Miscellaneous expenses	3.60	7.75
	<b>Total in ₹</b>	<b>319.40</b>	<b>268.67</b>

Note : 22 Operation and Other Expenses (Contd:)			
	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
(i)	<b>Payments to the auditors comprises (include of service tax ):</b>		
	- As auditors - Statutory Audit	3.74	2.62
	- For Tax Audit	0.75	0.75
	<b>Total in ₹</b>	<b>4.49</b>	<b>3.37</b>

**Notes forming part of the Financial Statements:**

**23. Contingent liabilities and Commitments:**

Contingent Liabilities:

(Figures in Lacs)

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
Stand by letter of Credit	10,517.50	9,382.28
Income Tax demand pending Appeal	2755.43	NIL
<b>Total</b>	<b>13,272.93</b>	<b>9,382.28</b>

**24. Retirement benefit plans:**

Disclosure as required by Accounting Standard 15 (Revised) on Employee Benefits:- In respect of gratuity, a defined benefit scheme (based on actuarial valuation) are given below:-

(Figures in Lacs)

Sr. No.	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
<b>I</b>	<b>Change in Obligation during the year ended March 31, 2014</b>		
1	Present Value of Defined Benefit Obligation at beginning of the year	41.20	36.47
2	Current Service Cost	6.38	6.42
3	Interest Cost	-	-
4	Actuarial (Gains)/Losses	2.86	(0.12)
5	Benefits Paid	(13.92)	(1.55)
6	Present Value of Defined Benefit Obligation at end of the year	36.52	41.20
<b>II</b>	<b>Change in Assets during the year ended March 31, 2014</b>		
1	Plan Assets at the beginning of the year	47.65	41.09
2	Actual Benefits Paid	(13.92)	(1.55)
3	Expected returns on Plan Assets	(3.71)	4.05
4	Contributions by Employer	3.95	4.07
5	Actuarial Gains /(Losses)	-	-
6	Plan Assets at the end of the year	33.97	47.65
<b>III</b>	<b>Net Asset/(Liability) recognized in the Balance Sheet as at March 31, 2014</b>		

1	Present Value of Defined Benefit Obligation	36.53	41.21
2	Fair Value of Plan assets as a March 31, 2014	33.98	47.66
3	Fund Status Surplus/(Deficit)	(2.55)	6.45
4	Net Asset/(Liability) as at March 31, 2014	(2.55)	6.45
<b>IV</b>	<b>Expenses recognized in the statement of Profit &amp; Loss for the year ended March 31, 2014</b>		
1	Current Service Cost	6.38	6.42
2	Interest Cost		
3	Expected returns on Plan Assets	(3.71)	(4.05)
4	Net Actuarial (Gains)/Losses	2.86	(0.13)
5	Total Expense	5.53	2.24
<b>V</b>	<b>The major categories of plan assets as a percentage of total plan</b>		
	Insurer Managed Funds	100%	100%
<b>VI</b>	<b>Actuarial Assumptions</b>		
1	Discount Rate	8%	8%
2	Rate of Return on Plan Assets	9.15%	9.15%
3	Mortality Table	LIC (1994-96)	LIC (1994-96)
4	Retirement Age	60 years	60 years

**25. Segment Information:**

**i) Business Segment:**

The Company has identified business segments (industry practice) as its primary segment and geographic segments as its secondary segment. Business segments are primarily Trading and Distribution & Wind Power Generation etc.

Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably among segments are not allocated to primary and secondary segments.

VERITAS (INDIA) LIMITED

(Figures in Lacs)

i) Business Segment:

PARTICULARS	Year ended March 31, 2014			Year ended March 31, 2013				
	Trading and Distribution	Wind Power Generation	Unallocable	Total	Trading and Distribution	Wind Power Generation	Unallocable	Total
Segment Revenue								
External Sales (Net)	40,194.84	77.91	-	40,272.74	33,877.29	88.32	-	33,965.61
Other Income	-	-	465.87	465.87	-	-	787.99	787.99
<b>Total Revenue</b>	<b>40,194.84</b>	<b>77.91</b>	<b>465.87</b>	<b>40,738.62</b>	<b>33,877.29</b>	<b>88.32</b>	<b>787.99</b>	<b>34,753.60</b>
<b>Segment Result (PBIT)</b>								
Profit Before Interest and Tax	584.32	32.06	465.87	1,082.25	221.11	43.17	787.99	1,052.28
Interest	-	-	-	211.84	-	-	-	216.43
Provision for Tax	-	-	-	158.59	-	-	-	159.32
<b>Profit after Tax</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>711.82</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>676.53</b>
<b>Other Information</b>								
Segment Fixed Assets	61.98	652.65	-	714.63	72.70	697.13	-	769.83
Segment Other Assets	11,871.54	14.52	1,212.81	13,098.86	9,661.48	73.94	1,140.57	10,876.00
<b>Total Assets</b>				<b>13,813.49</b>				<b>11,645.83</b>
Segment Liabilities	2,946.94	295.16	212.86	3,454.96	2,178.04	388.36	226.43	2,792.83
<b>Total Liabilities</b>				<b>3,454.96</b>				<b>2,792.83</b>
Depreciation	11.06	44.49	-	55.55	10.68	44.48	-	55.16
Other Non Cash Expenditure	-	-	-	-	-	-	-	-
<b>Capital Expenditure</b>	<b>0.35</b>	<b>-</b>	<b>-</b>	<b>0.35</b>	<b>42.35</b>	<b>-</b>	<b>-</b>	<b>42.35</b>

- ii) **Geographical Segment:** The secondary reporting segment for the Company is geographical segment based on location of customers, which are as follows :

<b>Information for Secondary Segments:</b>			
<b>Figures in Lacs</b>			
<b>Particulars</b>	<b>Domestic</b>	<b>Overseas</b>	<b>Total</b>
Revenues from External Customers	40,272.74 (33,965.61)	- (-)	40,272.74 (33,965.61)
Segment Assets	12,711.67 (8,289.14)	1,101.83 (3,356.70)	13,813.50 (11,645.84)

26. **Deferred Tax**

Major component of Deferred Tax arising on account of temporary timing difference is as under:-

(Figures in Lacs)

<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2014</b>	<b>For the year ended 31<sup>st</sup> March, 2013</b>
<b>Deferred Tax Liability</b>		
Opening Balance	226.43	236.12
Reversal of Deferred Tax on account of Depreciation on Fixed Assets	(13.57)	(9.69)
<b>Closing Balance</b>	<b>212.86</b>	<b>226.43</b>

27. **Related Party Disclosures :**

As per Accounting Standard 18, the disclosures of transactions with the related parties as defined in the Accounting Standard are given below:

a) Related Parties:

(i) Subsidiaries :

- Veritas Global PTE Limited
- Veritas FZE
- Veritas International FZE
- Kudrat Farming Private Limited
- Vidhata Farming Private Limited
- Veritas Agro Venture Private Limited

(ii) Associates : NIL

(iii) Key Managerial Personnel (KMP)

- Nitin Kumar Didwania - Director
- Saurabh Sanghvi - Whole time Director

(iv) Enterprise over which Key Managerial Personnel are able to exercise significant influence

- Veritas Investment Limited
- Diva Trade Impex private Limited
- Sears Real estate Private Limited
- Clairvoyant Trade Impex Private Limited

b) Transactions with related parties and the status of outstanding balances as at March 31, 2014:

(Figures in Lacs)

Particulars	Subsidiaries	KMP & their relatives	Enterprise over which KMP exercise control
Investments made during the year	1.00 (150.70)	- (-)	- (-)
Investments refunded during the year	2,253.30 (-)	- (-)	- (-)
Remuneration to Director	- (-)	18.00 (18.00)	- (-)
Rent paid	1.07 (-)	- (-)	4.01 (2.90)
Dividend received	126.32 (774.56)	- (-)	- (-)

During the year one of wholly owned Subsidiary of the Company has refunded advance against equity & the difference due to foreign exchange rate fluctuation has been credited to Capital Reserve Account.

**28. Earnings Per Equity Share (EPS):**

Basis of calculation of Basic and Diluted Earnings per Equity share is as under:

( Figures in Lacs)

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
Profit After Tax	711.83	676.52
Weighted average number of Equity Shares		
- Basic	242.10	242.10
- Diluted	242.10	242.10
Nominal Value of Equity Shares (₹)	1	1
Earning per Share (₹)		
- Basic	2.94	2.79
- Diluted	2.94	2.79

**29. Auditor's Remuneration:**

( Figures in Lacs)

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
For Services as Auditors	3.74	2.62
For Tax Audit	0.75	0.75
<b>Total</b>	<b>4.49</b>	<b>3.37</b>

30. The Company has recognized all the claim receivables / liabilities with various government authorities towards Custom duty, VAT, Cess, Income-tax, SAD, Unutilized CENVAT credit and Insurance claim etc. on accrual basis and shown under the head Loans & Advances and current Liabilities respectively.

**31. Income in Foreign Currency:**

( Figures in Lacs)

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
Dividend	126.32	774.56
<b>Total</b>	<b>126.32</b>	<b>774.56</b>

**32. Expenditure in Foreign Currency:**

( Figures in Lacs)

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
a) CIF Value of Imports		
Traded Goods	NIL	164.10
<b>Total</b>	<b>NIL</b>	<b>164.10</b>

**33. Leases**

- a) The Company has taken commercial spaces on an operating lease basis. The lease rentals are payable by the Company on a monthly / quarterly basis.
- b) Future minimum lease rentals payable as at 31<sup>st</sup> March, 2014 as per the lease agreements:

( Figures in Lacs)

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
i) Not later than one year	15.55	26.74
ii) Later than one year and not later than five years.	5.12	-
<b>Total</b>	<b>20.67</b>	<b>26.74</b>



34. There are no specific claims from suppliers under interest on delayed payments covered under Small Scale & Ancillary Act, 1993.
35. The company does not have any dues payable to any micro, small and medium enterprises as at the year end. The identification of the micro, small & medium enterprises is based on management's knowledge of their status. The Company has not received any intimation from the suppliers regarding their status under the MSMED Act 2006.

Sr. No.	Particulars	As At 31 March 2014	As At 31 March 2013
(i)	Principal amount remaining unpaid (but within due date as per the MSMED Act)	-	-
(ii)	Interest due thereon remaining unpaid	-	-
(iii)	Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iv)	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(v)	Interest accrued and remaining unpaid	-	-
(vi)	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

36. During the year, the Company has acquired 100% shares in "Kudrat Farming Pvt Ltd" consequently M/s "Vidhata Farming Pvt Ltd" 100% subsidiary of "Kudrat Farming Pvt Ltd" and M/s "Veritas Agro Venture Private Limited" 100% subsidiary of "Vidhata Farming Pvt Ltd" has become subsidiaries of the Company.
37. In the opinion of the Board and to the best of their knowledge and belief, the value on realization of the current assets, loans & advances, deposits, in the ordinary course of business will not be less than the value stated in Balance Sheet. The liabilities on account of supply of goods & services are also not more than the value of liabilities except liability written off on account of Shortage / Rate Difference / contract performance /Quality Issues etc.

38. The Ministry of Corporate Affairs, Government of India, vide General Circular No.2 and 3 dated 8th February 2011 and 21st February 2011 respectively has granted a general exemption from compliance with section 212 of the Companies Act, 1956, subject to fulfillment of conditions stipulated in the circular.

The Company has satisfied the conditions stipulated in the circular and hence is entitled to the exemption. Necessary information relating to the subsidiaries has been included in the Consolidated Financial Statements.

39. **Previous year comparatives:**

Previous years' figures have been regrouped, reclassified wherever necessary to correspondence with the current year's classification / disclosures.

As per our Audit Report of even date attached

For SHABBIR S BAGASRAWALA

Chartered Accountants

Sd/-

Shabbir S Bagasrawala

(Proprietor)

Membership No.- 039865

For and on Behalf of the Board

Sd/-

Nitin Kumar Didwania

Director

Sd/-

Saurabh Sanghvi

Director

Sd/-

Ratan Moondra

Director

Sd/-

Rajaram Shanbhag

Chief Financial Officer

Sd/-

Mukesh Tank

Company Secretary

Sd/-

Alpa Parekh

Director

Place: Mumbai

Date: 30/05/2014

# VERITAS (INDIA) LIMITED

Statement pursuant to Section 212 of the Companies Act, 1956 relating to Subsidiary Company.

Veritas (India) Limited  
Annual Report 2013 -14

(Figures in Lacs)

1. Name of the Subsidiary	Veritas FZE	Veritas International FZE	Veritas Global Pte Ltd	Kudrat Farming Pvt Ltd	Vidhata Farming Pvt Ltd	Veritas Agro Venture Pvt Ltd.
2. Financial year Ended	31 <sup>st</sup> March, 2014	31 <sup>st</sup> March, 2014	31 <sup>st</sup> March, 2014	31 <sup>st</sup> March, 2014	31 <sup>st</sup> March, 2014	31 <sup>st</sup> March, 2014
3. Holding Company's Interest	50 Equity Shares of AED 1,50,000 each.	1 Equity Shares of AED 10,00,000 each.	100 Equity Shares of 1 Singapore \$ each	10,000 Equity Shares of ₹ 10 each.	10,000 Equity Shares of ₹ 10 each.	10,000 Equity Shares of ₹ 10 each.
4. Extent of holding Company's Interest	100% in Equity Share Capital	100% in Equity Share Capital	100% in Equity Share Capital	100% in Equity Share Capital	100% in Equity Share Capital	100% in Equity Share Capital
5. Net aggregate amount of Profit / (Loss) of the subsidiary so far as it concerns the members of the holding Company and is dealt with in the holding Company's accounts:						
a) For financial year ended 31 <sup>st</sup> March, 2014	NA	NA	NA	NA	NA	NA
b) For the previous year	NA	NA	NA	NA	NA	NA
6. Net aggregate amount of Profit / (Loss) of the subsidiary so far as it concerns the members of the holding Company and is not dealt with in the holding Company's accounts:						
a) For financial year ended 31 <sup>st</sup> March, 2014	490.99	1,985.90	23.35	(0.17)	(0.19)	21.55
b) For the previous year	1,632.14	392.70	(12.17)	-	-	-

For and on Behalf of the Board

Sd/- Nitin Kumar Didwania Director  
Sd/- Saurabh Sanghvi Director  
Sd/- Ratan Moondra Director  
Sd/- Rajaram Shanbhag Chief Financial Officer  
Sd/- Mukesh Tank Company Secretary  
Sd/- Alpa Parekh Director

"A business that consistently enriches lives is a wealthy business"

## Independent Auditors' Report

To the Board of Directors of  
**VERITAS (INDIA) LIMITED**

### Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Veritas (India) Limited** (the "Company") and its subsidiaries (the Company and its subsidiaries constitute "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2014, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Consolidated Financial Statements

The Company's Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

As stated in the Other Matters paragraph below, our opinion, in so far as it relates to the amounts and disclosures included in respect of the subsidiaries and associates not audited by us, is based solely on the reports of such other auditors.

## Opinion

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on the financial statements of the subsidiaries and associates and based on the consideration of the unaudited financial statements/financial information of the subsidiaries, jointly controlled entities and associates; referred to below in the Other Matters paragraph, the aforesaid consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2014;
- b) in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date; and
- c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

## Other Matters

We did not audit the financial statements of the subsidiaries whose financial statements reflect total assets (net) of Rs. 29980.51 Lakhs as at March 31, 2014 and total revenues of Rs. 79937.89 Lakhs for the year ended on that date, as considered in the consolidated financial statements. The financial statements has been audited by other auditor whose report has been furnished to us by the Management and our opinion, in so far as it relates to the amounts and disclosures included in respect of the subsidiary is based solely on the reports of the other auditors.

Our opinion is not qualified in respect of the aforesaid matters.

**For Shabbir S. Bagasrawala**  
**Chartered Accountants**

**Place: Mumbai**  
**Date: 30/05/2014.**

**Sd/-**  
**Proprietor**  
**M. No. 039865**

CONSOLIDATED BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2014

(Figures in Lacs)			
Particulars	Note	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	3	242.10	242.10
(b) Reserves and Surplus	4	18,894.56	14,727.05
<b>(2) Non-Current Liabilities</b>			
(a) Long-Term Borrowings	5	213.22	311.26
(b) Deferred Tax Liability (Net)		213.99	226.43
<b>(3) Current Liabilities</b>			
(a) Short-Term Borrowings	6	13,667.42	11,283.66
(b) Trade Payables	7	9,151.65	11,333.14
(c) Other Current Liabilities	8	251.71	213.59
(d) Short-term Provisions	9	56.22	14.07
<b>Total Equity &amp; Liabilities</b>		<b>42,690.88</b>	<b>38,351.30</b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Fixed Assets			
(i) Tangible Assets	10	2,117.88	771.11
(ii) Intangible Assets (Goodwill on Consolidation)		0.60	-
(b) Non-Current Investments	11	109.98	38.75
(c) Long-term Loans & Advances	12	82.79	69.44
<b>(2) Current Assets</b>			
(a) Inventories	20	168.31	290.00
(b) Trade Receivables	13	38,562.50	35,614.72
(c) Cash and Bank Balances	14	1,237.82	1,293.01
(d) Short-term Loans and Advances	15	351.08	274.28
(e) Other Current Assets	16	59.90	-
<b>Total Assets</b>		<b>42,690.88</b>	<b>38,351.30</b>

NOTES TO ACCOUNTS

1 to 35

This is the Balance Sheet referred to in our Report of even date.

For Shabbir S Bagasrawala  
Chartered Accountants

For and on behalf of the Board

Sd/-  
Shabbir S. Bagasrawala  
Proprietor  
Membership No. : 039865

Sd/-  
Nitin Kumar Didwania  
Director

Sd/-  
Saurabh Sanghvi  
Director

Sd/-  
Ratan Moondra  
Director

Place : Mumbai  
Date : 30/05/2014

Sd/-  
Rajaram Shanbhag  
Chief Financial Officer

Sd/-  
Mukesh Tank  
Company Secretary

Sd/-  
Alpa Parekh  
Director

"A business that consistently enriches lives is a wealthy business"

**CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31<sup>st</sup> MARCH, 2014**

		(Figures in Lacs)		
Sr. No	Particulars	Note	For the year ended	For the year ended
			31 <sup>st</sup> March, 2014	31 <sup>st</sup> March, 2013
I	Revenue from operations	17	120,210.64	91,415.62
II	Other Income	18	338.58	13.43
III	<b>III. Total Revenue (I +II)</b>		<b>120,549.22</b>	<b>91,429.05</b>
IV	<b>Expenses:</b>			
	Purchase of Stock-in-Trade	19	115,590.76	87,656.84
	Changes in Inventories of Stock-in-Trade	20	145.53	160.26
	Employee Benefit Expenses	21	406.10	308.03
	Finance Cost	22	607.78	512.18
	Depreciation and Amortisation Expenses	10	56.38	55.48
	Operation and Other Expenses	23	478.20	651.37
	<b>Total Expenses (III)</b>		<b>117,284.75</b>	<b>89,344.15</b>
V	Profit before exceptional and extraordinary items and tax	(III - IV)	<b>3,264.47</b>	<b>2,084.90</b>
VI	Exceptional Items		-	-
VII	Profit before extraordinary items and tax (V - VI)		<b>3,264.47</b>	<b>2,084.90</b>
VIII	Extraordinary Items		-	-
IX	Profit before tax (VII - VIII)		<b>3,264.47</b>	<b>2,085</b>
X	<b>Tax expense:</b>			
	(1) Current tax		168.74	169.01
	(2) Current tax expense relating to prior years		5.16	-
	(3) Deferred tax		(13.27)	(9.69)
XI	Profit(Loss) from the period from continuing operations	(IX-X)	<b>3,103.85</b>	<b>1,925.58</b>
XII	Profit/(Loss) from discontinuing operations		-	-
XIII	Tax expense of discounting operations		-	-
XIV	Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV	Profit/(Loss) for the period (XI + XIV)		<b>3,103.85</b>	<b>1,925.58</b>
XVI	Earning per equity share:			
	(1) Basic		12.82	7.95
	(2) Diluted		12.82	7.95

**NOTES TO ACCOUNTS**

1 to 35

*This is the Profit & Loss referred to in our Report of even date.*

For Shabbir S Bagasrawala  
Chartered Accountants

For and on behalf of the Board

Sd/-  
Shabbir S. Bagasrawala  
Proprietor  
Membership No. : 039865

Sd/-  
Nitin Kumar Didwania  
Director

Sd/-  
Saurabh Sanghvi  
Director

Sd/-  
Ratan Moondra  
Director

Place : Mumbai  
Date : 30/05/2014

Sd/-  
Rajaram Shanbhag  
Chief Financial Officer

Sd/-  
Mukesh Tank  
Company Secretary

Sd/-  
Alpa Parekh  
Director

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2014**

		(Figures in Lacs)			
PARTICULARS		YEAR ENDED 31 <sup>st</sup> MARCH 2014		YEAR ENDED 31 <sup>st</sup> MARCH 2013	
<b>A.</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES :</b>				
	Profit before tax from continuing operations		3,264.47		2,084.90
	Profit before tax		3,264.47		2,084.90
	<b>Add/ (Less): Non Cash &amp; Non Operating Item</b>				
	Depreciation	56.38		55.48	
	Interest & finance Charges	607.78		512.18	
	Dividend received	(0.53)		(1.95)	
	Profit on Sale of Shares	(200.77)	462.86	-	565.71
	<b>Operating Profit Before Working Capital Changes</b>		<b>3,727.33</b>		<b>2,650.61</b>
	<b>Adjusted for:</b>				
	(Increase)/Decrease in Inventories	145.53		160.26	
	(Increase)/Decrease in Trade & Other Receivables	(2,923.19)		(14,499.09)	
	(Increase)/Decrease in Short Term Loans and Advances	(65.36)		(11.20)	
	Increase/(Decrease) in Trade Payables	(2,182.87)		3,899.30	
	Increase/(Decrease) in Other Current Liabilities	37.92	(4,987.97)	58.53	(10,392.20)
	<b>Cash Generated from Operations</b>		<b>(1,260.64)</b>		<b>(7,741.59)</b>
	Direct Taxes paid		(126.67)		(169.93)
	<b>Net Cash Used In Operating Activities (A)</b>		<b>(1,387.31)</b>		<b>(7,911.52)</b>
<b>B.</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES :</b>				
	Purchase of Tangible & Intangible Assets	(2.84)		(42.45)	
	Purchase of Non-Current Investments	(75.03)		-	
	Sale of Non-Current Investments	204.57		-	
	Acquisition of Subsidiaries	(7.23)		-	
	Proceeds from Long term Loans and Advances	(17.59)		10.83	
	Increase in Capital Reserve	805.79		-	
	Dividend Received	0.53		1.95	
	Foreign Exchange Translation Reserve	269.97	1,178.17	477.90	448.23
	<b>Net Cash Flows From Investing Activities (B)</b>		<b>1,178.17</b>		<b>448.23</b>
<b>C.</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES :</b>				
	Proceeds from Short Term Borrowings	821.09		7,866.67	
	Repayment of Long Term Borrowings	(98.04)		(72.11)	
	Interest paid	(607.78)		(512.18)	
	Dividend Paid	(12.11)	103.16	-	7,282.38
	<b>Net Cash Flows From Financing Activities (C)</b>		<b>103.16</b>		<b>7,282.38</b>
	<b>Net Increase / (Decrease) In Cash And Cash Equivalents (A+B+C)</b>		<b>(105.98)</b>		<b>(180.91)</b>
	Cash and Cash Equivalent at the beginning of the year		285.30		549.76
	Other Bank Balances at the beginning of the year		1,007.71		924.16
	Cash and Cash Equivalent of newly acquired Subsidiaries		50.80		-
	<b>Cash and Cash Equivalent At The Beginning Of The Year</b>		<b>1,237.82</b>		<b>1,293.01</b>



<b>Cash and Bank Balances</b>				
<b>(A) Cash and Cash Equivalents</b>				
<u>With Banks:</u>				
- In Current Account	57.35		251.04	
In Cash on Hand	84.85	142.20	34.26	285.30
<b>(B) Other Bank Balances</b>				
In Deposit Account	1,093.61		1,005.71	
In Earmarked Accounts	2.00	1,095.61	2.00	1,007.71
<b>Total Cash and Cash Equivalents (Note 14)</b>		<b>1,237.82</b>		<b>1,293.01</b>

**Notes on Financial Statements " 1 - 35 "**

*This is the Cash Flow Statement referred to in our Report of even date.*

**As per our report of even date**

**For Shabbir S Bagasrawala**  
Chartered Accountants

**For and on behalf of the Board**

Sd/-  
Shabbir S. Bagasrawala  
Proprietor  
Membership No. : 039865

Sd/-  
Nitin Kumar Didwania  
Director

Sd/-  
Saurabh Sanghvi  
Director

Sd/-  
Ratan Moondra  
Director

Place : Mumbai  
Date : 30/05/2014

Sd/-  
Rajaram Shanbhag  
Chief Financial Officer

Sd/-  
Mukesh Tank  
Company Secretary

Sd/-  
Alpa Parekh  
Director

**Notes forming part of the Consolidated Financial Statements:**

**1. Corporate Information:**

The Company is in the business of International Trade & Distribution of Chemicals – Petrochemicals / Polymers / Paper & Paper Boards / Rubber / Heavy Distillates etc. The Company is also engaged in generation of wind energy.

**2. Statement of Significant Accounting Policies**

**(a) Principles of Consolidation:**

(i) The Consolidated Financial Statements are prepared in accordance with Accounting Standards 21 (AS-21) "Consolidated Financial Statements" prescribed under the Companies Act, 1956 (read with the General Circular 8/2014 dated 4<sup>th</sup> April, 2014 issued by Ministry of Corporate Affairs). These financial statements relate to VERITAS (INDIA) LIMITED (Parent Company) and its wholly owned subsidiaries and it's step down subsidiaries VERITAS FZE, VERITAS GLOBAL PTE LIMITED, VERITAS INTERNATIONAL FZE, KUDRAT FARMING PVT LTD, VIDHATA FARMING PVT LTD & VERITAS AGRO VENTURES PVT LTD (Together refer to as "The Group").

(ii) The financial statements of the Parent Company and its subsidiary are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating the intra –group balances and intra –group transactions in accordance with Accounting Standard (AS) 21 – "Consolidated Financial Statements".

(iii) In case of foreign subsidiaries, being non-integral foreign operations, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the Foreign Exchange Translation Reserve.

(b) The audited financial statements of foreign subsidiaries have been prepared in accordance with the Generally Accepted Accounting Principles of its country of incorporation or International Financial Reporting Standards. The differences in accounting policies of the Company and its subsidiaries are not material.

(c) Investments other than in subsidiaries and associates have been accounted as per Accounting Standard (AS) 13 on "Accounting for Investments".

**(d) Other significant accounting policies:**

These are set out under "Significant Accounting Policies" as given in the Company's separate financial statements.

Notes Forming Integral Part of the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2014

(Figures in Lacs)

**Note : 3 Share Capital**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Authorised Share Capital</b> 10,00,00,000 Equity Shares Of ₹ 1/- Each (P.Y. 10,00,00,000 Equity Shares Of ₹ 1/- Each)	1,000.00	1,000.00
		1,000.00	1,000.00
2	<b>Issued, Subscribed &amp; Paid Up Capital</b> 2,42,10,000 Equity Shares Of ₹ 1/- Each (P.Y. 2,42,10,000 Equity Shares Of ₹ 1/- Each)	242.10	242.10
	<b>Total in ₹</b>	<b>242.10</b>	<b>242.10</b>

**Note : 4 Reserve & Surplus**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Securities Premium Account</b> Opening balance	7,137.69	7,137.69
Less :	Utilised during the year	-	-
	Closing balance	<b>7,137.69</b>	<b>7,137.69</b>
2	<b>Foreign Currency Translation Reserve</b> As per last Balance Sheet	1,290.18	812.28
Add :	Current year Translation Reserve	269.97	477.90
	Closing balance	<b>1,560.15</b>	<b>1,290.18</b>
3	<b>Capital Reserve</b> Opening balance	-	-
Add :	Transferred during the year	805.79	-
Less :	Utilised during the year	-	-
	Closing balance	<b>805.79</b>	-
4	<b>Surplus in Statement of Profit and Loss</b> Opening balance	6,299.18	4,387.68
Add :	Profit for the year	3,103.85	1,925.58
Add :	Reversal of Tax on Dividend	1.96	-
Less :	<u>Dividend:</u> Proposed Final Dividend on Equity Shares ₹ 0.05 per share (P.Y ₹ 0.05 per share)	12.11	12.11
	Tax on Dividend	1.96	1.96
	Closing balance	<b>9,390.93</b>	<b>6,299.18</b>
	<b>Total in ₹</b>	<b>18,894.56</b>	<b>14,727.05</b>

**Note : 5 Long Term Borrowings**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Term Loans</b> Secured Loans - From Banks	213.22	311.26
	<b>Total in ₹</b>	<b>213.22</b>	<b>311.26</b>

"A business that consistently enriches lives is a **wealthy** business"

Notes Forming Integral Part of the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2014

(Figures in Lacs)

**Note : 6 Short Term Borrowings**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	Loans repayable on demand		
	- From Banks (Secured)	12,124.78	11,283.66
	- From Others	1,542.64	-
	<b>Total in ₹</b>	<b>13,667.42</b>	<b>11,283.66</b>

**Note : 7 Trade Payables**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	Trade Payables:		
	- Sundry Creditors	9,151.65	11,333.14
	<b>Total in ₹</b>	<b>9,151.65</b>	<b>11,333.14</b>

**Note : 8 Other Current Liabilities**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	Current maturities of Long Term Borrowings	100.79	100.79
2	Interest accrued but not due	3.87	4.99
3	Statutory Remittances	12.81	12.64
4	Other Payables	134.24	95.17
	<b>Total in ₹</b>	<b>251.71</b>	<b>213.59</b>

**Note : 9 Short Term Provisions**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	Provision - Others:		
	- Provision for Proposed Equity Dividend	12.11	12.11
	- Provision for Tax on Proposed Dividend	1.96	1.96
	- Provision for Tax (Net of Advance Tax)	42.16	-
	<b>Total in ₹</b>	<b>56.22</b>	<b>14.07</b>

Notes Forming Integral Part of the Consolidated Balance Sheet as at 31st March, 2014

Note : 10 Fixed Assets

(Figures in Lacs)

Sr. no.	Nature of Assets	Gross Block				Provision for Depreciation				Net Block				
		Opening balance	Translation Difference	Addition of Subsidiary	Additions	Deductions	Closing Balance	Opening balance	Translation Difference	Additions	Deductions	Closing Balance	As at 31.03.2014	As at 31.03.2013
1	Freehold Land	18.00	-	1,390.62	-	-	1,408.62	-	-	-	-	1,408.62	18.00	
2	Plant & Machinery	842.50	-	0.93	-	-	843.43	163.37	-	44.48	-	207.85	635.58	679.13
3	Computer Systems	30.62	-	0.38	-	-	31.00	12.11	-	5.31	-	17.42	13.58	18.50
4	Software Licence	1.88	-	0.03	-	-	1.91	0.51	-	0.31	-	0.82	1.09	1.37
4	Furniture & Fixture	3.37	-	2.71	-	-	6.08	0.68	-	0.34	-	1.02	5.06	2.69
5	Motor Car	56.79	-	0.39	-	-	57.18	10.13	-	5.42	-	15.55	41.63	46.65
6	Office Equipments	6.27	0.25	7.59	0.35	-	14.46	1.51	0.12	0.52	-	2.14	12.32	4.76
	<b>Total in ₹</b>	<b>959.42</b>	<b>0.25</b>	<b>1,402.66</b>	<b>0.35</b>	<b>-</b>	<b>2,362.68</b>	<b>188.31</b>	<b>0.12</b>	<b>56.38</b>	<b>-</b>	<b>244.81</b>	<b>2,117.88</b>	<b>771.11</b>
	<b>Previous Year</b>	<b>916.93</b>	<b>0.14</b>	<b>-</b>	<b>42.35</b>	<b>-</b>	<b>959.42</b>	<b>132.78</b>	<b>0.05</b>	<b>55.48</b>	<b>-</b>	<b>188.31</b>	<b>771.11</b>	<b>784.14</b>

Notes Forming Integral Part of the Consolidated Balance Sheet as at 31st March, 2014

(Figures in Lacs)

**Note : 11 Non Current Investment**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
	<b>Investments (At Cost)</b>		
1	<b>Non-Trade - Unquoted</b> Vitan Agro Industries Limited - 40,000 (P.Y NIL) Equity Shares of ₹10/- each fully Paid up	6.00	-
2	<b>Non-Trade - Quoted</b> DB (International ) Stock Brokers Ltd. - 500,000 (P.Y.100,000) Equity Shares of ₹2/- (P.Y. ₹10/-) each fully paid up {(Market value Rs 4,29,50,000/- (P.Y.₹4,85,00,000))  Rander Corporation Ltd. - 457,387 (P.Y.750,000) Equity Shares of ₹10/- each fully paid up {(Market value ₹3,18,79,874/- (P.Y.₹46,87,500))  CCL International Ltd - 75,000 (P.Y. NIL) Equity Shares of ₹10/- each fully paid up {(Market value ₹1,33,46,250/- (P.Y.₹ NIL))	29.00  5.95  69.03	29.00  9.75  -
	<b>Total in ₹</b>	<b>109.98</b>	<b>38.75</b>

**Note : 12 Long-term loans and advances**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
	<b>Loans &amp; Advances - (Unsecured, Considered Goods)</b>		
1	Loans & Advances - Others	27.63	10.04
2	Advance Taxes Net of Provisions	55.16	59.41
	<b>Total in ₹</b>	<b>82.79</b>	<b>69.44</b>

**Note : 13 Trade Recievables**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Others</b> - Unsecured, Considered Good	38,562.50	35,614.72
	<b>Total in ₹</b>	<b>38,562.50</b>	<b>35,614.72</b>

Notes Forming Integral Part of the Consolidated Balance Sheet as at 31st March, 2014

(Figures in Lacs)

**Note : 14 Cash & Bank Balances**

Sr. No	Particulars	As At 31st March, 2014	As At 31st March, 2013
1	<b>Cash &amp; Cash equivalents</b>		
	(i) Balances with Banks	57.35	251.04
	- In current accounts		
	(ii) Cash on Hand	84.85	34.26
2	<b>Other Bank Balances</b>		
	(i) Earmarked balances with Banks	2.00	2.00
	(ii) Short - term bank deposits	1,093.61	1,005.71
	<b>Total in ₹</b>	<b>1,237.82</b>	<b>1,293.01</b>

**Note :15 Short Terms Loans and Advances**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
	<b>Loans &amp; Advances (Unsecured, Considered Goods)</b>		
1	Security Deposits	32.08	28.35
2	Loans and Advances to Employees	13.92	17.26
3	Advance to Others	294.78	180.98
4	Balances with Government Authorities	8.77	45.46
5	Prepaid Expenses	1.44	1.30
6	Advance Taxes net of Provisions	0.09	0.92
	<b>Total in ₹</b>	<b>351.08</b>	<b>274.28</b>

**Note :16 Other Current Assets**

Sr. No	Particulars	As At 31 <sup>st</sup> March, 2014	As At 31 <sup>st</sup> March, 2013
1	<b>Unamortised expenses</b>		
	- Preliminary Expenses	59.90	-
	<b>Total in ₹</b>	<b>59.90</b>	<b>-</b>

Notes Forming Part of the Consolidated Statement of Profit & Loss

(Figures in Lacs)

**Note : 17 Revenue from Operations**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	Sale of products @ (Refer Note (i) below)	120,210.64	91,415.62
	<b>Total in ₹</b>	<b>120,210.64</b>	<b>91,415.62</b>

Note	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
(i)	Sale of products comprises :		
	Generation of Electricity	77.91	88.32
	<b>Total - Sale of Generated Goods</b>	<b>77.91</b>	<b>88.32</b>
	Traded goods	120,084.41	91,327.30
	Sale of Farm Produce	48.32	-
	<b>Total - Sale of traded goods</b>	<b>120,132.73</b>	<b>91,327.30</b>
	<b>Total - Sale of products</b>	<b>120,210.64</b>	<b>91,415.62</b>

**Note : 18 Other Income**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	Dividend income: from long-term investments - Others	0.53	1.95
2	Other non-operating income	137.28	9.11
3	Commission Received	-	2.37
4	Profit on Sale of Shares	200.77	-
	<b>Total in ₹</b>	<b>338.58</b>	<b>13.43</b>

**Note : 19 Purchase of Traded goods**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	Traded goods	115,590.76	87,656.84
	<b>Total in ₹</b>	<b>115,590.76</b>	<b>87,656.84</b>



Notes Forming Part of the Consolidated Statement of Profit & Loss

(Figures in Lacs)

**Note : 20 Changes in inventories of stock-in-trade**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	<b>Inventories at the end of the year:</b> Stock - in -Trade	168.31	290.00
2	<b>Inventories at the beginning of the year:</b> Stock - in -Trade Add: Opening Balance of acquired Subsidiary	290.00 23.85	450.26 -
	Net (increase) / decrease	145.53	160.26
	<b>Total in ₹</b>	<b>145.53</b>	<b>160.26</b>

**Note : 21 Employee Benefit Expenses**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	Salaries and wages	366.81	266.73
2	Contributions to Provident Fund	14.43	12.32
3	Contributions to Gratuity Fund	5.47	2.24
4	Staff Welfare Expenses	1.38	8.74
5	Remuneration to Director	18.00	18.00
	<b>Total in ₹</b>	<b>406.10</b>	<b>308.03</b>

**Note : 22 Finance Cost**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	<b>On Fixed Period Loan</b> - Interest on Term Loan - Interest on Car Loan	50.59 2.76	64.27 2.67
2	<b>On Working Capital Loan</b> - Bank Interest - Bank Charges & Commission	444.77 109.66	330.37 114.87
	<b>Total in ₹</b>	<b>607.78</b>	<b>512.18</b>

Notes Forming Part of the Consolidated Statement of Profit & Loss

(Figures in Lacs)

**Note : 23 Operation and other Expenses**

Sr. No	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
1	Freight, Forwarding and Loading & Unloading Charges	164.57	224.78
2	Farming Expenses	18.19	-
3	Packing Charges	0.27	3.21
4	Warehousing/ Wharfage Charges	8.95	15.88
5	Rent Paid	52.91	42.04
6	Repairs & Maintainance		
	- Others	0.76	10.18
7	Insurance	8.85	6.86
8	Rates & Taxes	14.92	19.72
9	Brokerage & Commission Charges	0.87	1.61
10	Communication Expenses	54.75	31.11
11	Travelling and conveyance Expenses	40.23	36.49
12	Printing and stationery Expenses	2.78	3.91
13	Advertising/Business Promotion Expenses	4.92	7.11
14	Legal and Professional Fees	47.49	185.99
15	Payments to Auditors (Refer Note (i) below)	15.29	8.54
16	Distribution Expenses	7.59	-
17	Loss on Foreign Currency Transaction & Transalation	2.30	-
18	Loss on Future & Options	5.16	4.40
19	Electricity Charges	4.99	7.24
20	Miscellaneous Expenses	22.40	42.30
	<b>Total in ₹</b>	<b>478.20</b>	<b>651.37</b>

Notes:			
	Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
(i)	<b>Payments to the Auditors comprises (net of service tax input credit):</b>		
	- As Auditors - Statutory Audit	14.54	7.79
	- For Tax Audit	0.75	0.75
	<b>Total</b>	<b>15.29</b>	<b>8.54</b>

"A business that consistently enriches lives is a **wealthy** business"

**Notes forming part of the Consolidated Financial Statements:**

**24. Contingent liabilities and Commitments:**

Contingent Liabilities:

(Figures in Lacs)

Particulars	For the year ended March 31, 2014	For the year ended March 31, 2013
Income Tax demand pending Appeal	2,755.43	NIL
<b>Total</b>	<b>2,755.43</b>	<b>NIL</b>

**25. Retirement benefit plans:**

Disclosure as required by Accounting Standard 15 (Revised) on Employee Benefits:- In respect of gratuity, a defined benefit scheme (based on actuarial valuation) are given below:-

(Figures in Lacs)

Sr. No.	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
<b>I</b>	<b>Change in Obligation during the year ended March 31, 2013</b>		
1	Present Value of Defined Benefit Obligation at beginning of the year	41.20	36.47
2	Current Service Cost	6.38	6.42
3	Interest Cost	-	-
4	Actuarial (Gains)/Losses	2.86	(0.12)
5	Benefits Paid	(13.92)	(1.55)
6	Present Value of Defined Benefit Obligation at end of the year	36.52	41.20
<b>II</b>	<b>Change in Assets during the year ended March 31, 2014</b>		
1	Plan Assets at the beginning of the year	47.65	41.09
2	Actual Benefits Paid	(13.92)	(1.55)
3	Expected returns on Plan Assets	(3.71)	4.05
4	Contributions by Employer	3.95	4.07
5	Actuarial Gains /(Losses)	-	-
6	Plan Assets at the end of the year	33.97	47.65
<b>III</b>	<b>Net Asset/(Liability) recognized in the Balance Sheet as at March 31, 2014</b>		

"A business that consistently enriches lives is a **wealthy** business"

1	Present Value of Defined Benefit Obligation	36.53	41.21
2	Fair Value of Plan assets as a March 31, 2014	33.98	47.66
3	Fund Status Surplus/(Deficit)	(2.55)	6.45
4	Net Asset/(Liability) as at March 31, 2014	(2.55)	6.45
<b>IV</b>	<b>Expenses recognized in the statement of Profit &amp; Loss for the year ended March 31, 2014</b>		
1	Current Service Cost	6.38	6.42
2	Interest Cost		
3	Expected returns on Plan Assets	(3.71)	(4.05)
4	Net Actuarial (Gains)/Losses	2.86	(0.13)
5	Total Expense	5.53	2.24
<b>V</b>	<b>The major categories of plan assets as a percentage of total plan</b>		
	Insurer Managed Funds	100%	100%
	<b>Actuarial Assumptions</b>		
1	Discount Rate	8%	8%
2	Rate of Return on Plan Assets	9.15%	9%
3	Mortality Table	LIC (1994-96)	LIC (1994-96)
4	Retirement Age	60 years	60 years

**26. Segment Information:**

**i) Business Segment:**

The Company has identified business segments (industry practice) as its primary segment and geographic segments as its secondary segment. Business segments are primarily Trading and Distribution & Wind Power Generation etc.

Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably among segments are not allocated to primary and secondary segments.

- ii) **Geographical Segment:** The secondary reporting segment for the Company is geographical segment based on location of customers, which are as follows :

Information for Secondary Segments:			
Figures in Lacs			
Particulars	Domestic	Overseas	Total
Revenues from External Customers	1,20,210.64	-	1,20,210.64
	(91,415.62)	(-)	(91,415.62)
Segment Assets	42,690.88	-	42,690.88
	(38,351.30)	(-)	(38,351.30)

**27. Tax Expenses**

**a) Deferred Tax**

Major component of Deferred Tax arising on account of temporary timing difference is as under:-

(Figures in Lacs)

Particulars	For the year ended March 31, 2014	For the year ended March 31, 2013
<b>Deferred Tax Liability</b>		
Opening Balance	226.43	236.12
Add: Opening Balance of acquired Subsidiary	0.83	-
Less: Reversal of Deferred Tax on account of Depreciation on Fixed Assets	(13.27)	(9.69)
<b>Closing Balance</b>	<b>213.99</b>	<b>226.43</b>

**28. Related Party Disclosures :**

As per Accounting Standard 18, the disclosures of transactions with the related parties as defined in the Accounting Standard are given below:

a) Related Parties:

- (i) Associates : NIL
- (ii) Key Managerial Personnel (KMP)
  - Nitin Kumar Didwania – Director
  - Saurabh Sanghvi - Whole time Director
- (iii) Enterprise over which Key Managerial Personnel are able to exercise significant influence
  - Veritas Investment Limited
  - Diva Trade Impex private Limited
  - Veritas Agro Venture Private Limited
  - Sears Real estate Private Limited
  - Clairvoyant Trade Impex Private Limited

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b) Transactions with related parties and the status of outstanding balances as at March 31, 2014:

(Figures in Lacs)

Particulars	KMP & their relatives	Enterprise over which KMP exercise control
Remuneration to Director	18.00 (18.00)	- (-)
Rent paid	- (-)	4.01 (2.90)

29. **Earnings Per Equity Share (EPS):**

Basis of calculation of Basic and Diluted Earnings per Equity share is as under:

( Figures in Lacs)

Particulars	For the year ended March 31,2014	For the year ended March 31,2013
Profit After Tax	3,103.85	1,925.58
Weighted average number of Equity Shares		
- Basic	242.10	242.10
- Diluted	242.10	242.10
Nominal Value of Equity Shares (₹)	1	1
Earning per Share (₹)		
- Basic	12.82	7.95
- Diluted	12.82	7.95

30. **Auditor's Remuneration:**

( Figures in Lacs)

Particulars	For the year ended March 31,2014	For the year ended March 31,2013
For services as Auditors	14.54	7.79
For Tax Audit	0.75	0.75
<b>Total</b>	<b>15.29</b>	<b>8.54</b>

**31. Leases**

a) The Company has taken commercial spaces on an operating lease basis. The lease rentals are payable by the Company on a monthly / quarterly basis.

b) Future minimum lease rentals payable as at 31<sup>st</sup> March, 2014 as per the lease agreements:

(Figures in Lacs)

Particulars	For the year ended March 31,2014	For the year ended March 31,2013
i) Not later than one year	15.55	26.74
ii) Later than one year and not later than five years.	5.12	-
<b>Total</b>	<b>20.67</b>	<b>26.74</b>

**32.** There are no specific claims from suppliers under interest on delayed payments covered under Small Scale & Ancillary Act, 1993.

**33.** The company does not have any dues payable to any micro, small and medium enterprises as at the year end. The identification of the micro, small & medium enterprises is based on management's knowledge of their status. The Company has not received any intimation from the suppliers regarding their status under the MSMED Act 2006.

Sr. No.	Particulars	As At 31 March 2014	As At 31 March 2013
(i)	Principal amount remaining unpaid (but within due date as per the MSMED Act)	-	-
(ii)	Interest due thereon remaining unpaid	-	-
(iii)	Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iv)	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(v)	Interest accrued and remaining unpaid	-	-
(vi)	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

34. In the opinion of the Board and to the best of their knowledge and belief, the value on realization of the current assets, loans & advances, deposits, in the ordinary course of business will not be less than the value stated in Balance Sheet. The liabilities on account of supply of goods & services are also not more than the value of liabilities except liability written off on account of Shortage / Rate Difference / contract performance /Quality Issues etc.

35. **Previous year comparatives:**

The Previous years' figures have been recast / restated, wherever required.

As per our Audit Report of even date attached

For SHABBIR S BAGASRAWALA

For and on Behalf of the Board

Chartered Accountants

Sd/-

Shabbir S Bagasrawala

Proprietor

Membership No.- 039865

Place: Mumbai

Date: 30/05/2014

Sd/-

Nitin Kumar Didwania

Director

Sd/-

Saurabh Sanghvi

Director

Sd/-

Ratan Moondra

Director

Sd/-

Rajaram Shanbhag

Chief Financial Officer

Sd/-

Mukesh Tank

Company Secretary

Sd/-

Alpa Parekh

Director



**BOOK - POST**

***If undelivered, please return to:***

Universal Capital Securities Pvt. Ltd.  
(Formerly known as "Mondkar Computers Pvt. Ltd.")  
UNIT: VERITAS (INDIA) LIMITED  
21, Shakil Niwas,  
Opp. Satya Saibaba Temple,  
Mahakali Caves Road,  
Andheri (E), Mumbai- 400 093